



BHILWARA ENERGY LIMITED

CIN: U31101MP2006PLC071693

18TH ANNUAL REPORT

2023-24

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The Members**Bhilwara Energy Limited****Dear Members,**

Your Directors are pleased to present their Eighteenth (18th) Annual Report together with the Audited standalone and consolidated Financial Statement for the Financial Year ended March 31, 2024.

1. FINANCIAL PERFORMANCE**(Rs. in Million)**

Particulars	Standalone		Consolidated	
	For the financial year ended		For the financial year ended	
	31 st March 2024	31 st March 2023	31 st March 2024	31 st March 2023
Revenue from operations	90.05	123.02	4,750.97	4,882.24
Other Income	1,093.91	658.99	822.33	178.52
Total Revenue	1,183.96	782.01	5,573.30	5,060.76
Profit before Finance Cost, Depreciation & Amortization expenses and exceptional items	962.22	598.76	3,954.06	4,032.07
Finance Costs	0.007	12.01	14.13	85.10
Depreciation & Amortization Expenses	37.87	37.75	474.18	536.79
Profit/(Loss) before tax and exceptional items	924.35	549.00	3,465.75	3,410.19
Exceptional Items Add/(Less)	-	-	-	43.982
Profit/(Loss) before tax	924.34	549.00	3,465.75	3,366.20
Tax Expenses	(6.94)	195.45	(721.11)	(403.72)
Net Profit/(Loss)	931.28	744.45	2,744.64	2,962.49
Other Comprehensive Income	(0.03)	(1.29)	(3.88)	(5.15)
Total Comprehensive Income for the year	931.31	743.16	2,740.76	2,957.34
Less: Profit attributable to the non-controlling interest	-	-	1,118.73	1,385.84
Profit attributable to the owners of the Company	931.31	743.16	1,622.04	1,571.50
Earning Per Share (in Rs.)				
i) Basic	5.62	4.48	9.80	9.48
ii) Diluted	5.62	4.48	9.80	9.48

The Standalone and Consolidated Audited Financial Statement for the Financial Year 2023-24 is attached to this Annual Report, and also available on the website of the Company www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE

Standalone financial performance:

During the current financial year 2023-24, the company on standalone basis recorded the Revenue from operations of Rs. 90.06 million as against Revenue of Rs. 123.02 million during the previous financial year. The Company received other income of Rs. 1,093.91 million as compared to Rs. 658.98 million during the financial year, which mainly attributed towards the dividend income received from the subsidiary company. The total income of the company during the current financial year stood at Rs. 1,183.96 million as compared to Rs. 782.01 million during the previous financial year.

The Net profit during financial year 2023-24 was at Rs. 931.28 million as compared to Net Profit of Rs. 744.45 millions in the previous financial year.

Consolidated financial performance:

During the financial year 2023-24, the company on consolidated basis recorded the Revenue from operation of Rs. 4750.97 million as against Rs. 4882.24 million during the previous financial year. The total income of the company during the current financial year stood at Rs. 5,573.30 million as compared to Rs. 5060.76 million during the previous financial year.

The Net Profit (after non-controlling interest) during the financial year 2023-24 was at Rs. 1624.05 million as compared to Net Profit of Rs. 1574.64 million in the previous financial year.

3. SUBSIDIARY, JOINT VENTURES AND ASSOCIATES

As on 31st March, 2024, the company has Seven (7) subsidiaries, which are as follows:

- * Malana Power Company Limited
- * AD Hydro Power Limited (Step Down Subsidiary)
- * Replus Engitech Private Limited
- * NJC Hydro Power Limited
- * Chango Yangthang Hydro Power Limited
- * Indo Canadian Consultancy Services Limited
- * Balephi Jalvidhyut Company Limited, Nepal

During the year, BG Wind Power Ltd. ceased to be the subsidiary of the company.

The Audited Financial Statement of each of the subsidiary company has been placed on the website of the company i.e. www.bhilwaraenergy.com. The Financial Statements of the Subsidiary Companies are kept for inspection at the registered office of the Company. The Company shall provide the copy of the financial Statements of its Subsidiary Companies to the shareholders upon their request.

There has been no material change in the nature of Business of the subsidiaries.

A report on the performance and financial position of the Subsidiary Company as per the Companies Act, 2013 in Form AOC-1 is annexed as **Annexure-I** forming part of this report.

4. CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited consolidated financial statements together with Auditors' Report form part of the Annual Report.

The consolidated financial statements are also available on the website of the Company and can be accessed on www.bhilwaraenergy.com.

5. STATE OF COMPANY AFFAIRS / PROJECT STATUS & INFORMATION ABOUT SUBSIDIARY COMPANIES

14 MW Wind Power Project in Distt. Kolhapur, Maharashtra

The generation during the financial year 2023-24 is 14.87 Million kWh as compared to 20.04 Million kWh in the previous financial year 2022-23. The Company recorded Revenue from operations of Rs. 90.05 million as against Revenue of Rs. 123.02 million in the previous financial year. The power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term PPA for 13 years. The Project is availing Generation Based Incentives (GBI) provided by MNRE, Government of India and period for availing GBI has ended on 31st March 2024.

HYDRO POWER PROJECT UNDER THE SUBSIDIARIES

(i) Malana Power Company Limited-86 MW Malana HEP (Himachal Pradesh)

Malana Power Company Ltd. (MPCL), a subsidiary of your company, is engaged in the generation & transmission of energy from its 86 MW Malana Hydro Electric Project in the state of Himachal Pradesh. The Malana HEP is in operation since 2001.

MPCL recorded revenue from operations of Rs.1231.00 million during the financial year 2023-24 as compared to Rs. 1481.10 million in the previous financial year. The other income during the financial year 2023-24 was Rs. 51.00 million vis-a-vis Rs. 149.60 million in the financial year 2022-23.

The Net profit during the financial year 2023-24 is Rs. 563.59 million as compared to Rs. 814.20 million in the previous financial year.

The generation during the financial year 2023-24 stood at 249.05 Million Kwh as compared to 322.63 Million kWh in the previous year.

(ii) AD Hydro Power Limited- 192 MW Allain Duhangan HEP (Himachal Pradesh)

AD Hydro Power Ltd (ADHPL), a step down subsidiary of your Company, is engaged in the generation & transmission of energy from its 192 MW Allain Duhangan Hydro Electric Project in the state of Himachal Pradesh.

ADHPL recorded revenue from operations of Rs. 3179.10 million during the financial year 2023-24 as compared to Rs. 3152.20 million in the previous financial year. The Net profit during the financial year 2023-24 is Rs. 1746.43 million as compared to net profit of Rs. 2021.90 million in the previous financial year.

The generation during the financial year 2023-24 stood at 588.19 Million kWh as compared to 637.13 Million kWh in the previous financial year.

(iii) NJC Hydro Power Limited-780 MW Nyamjang Chhu HEP (Arunachal Pradesh)

NJC Hydro Power Limited (NHPL), a wholly owned subsidiary of your company, was having license to develop 780 MW Nyamjang Chhu Hydro Electric Project in the state of Arunachal Pradesh. However, the Project has been rendered not doable by the Wildlife Institute of India (WII) in order to protect the habitat of Black Neck Cranes. The Memorandum of Agreement by which the project was awarded was terminated by Government of Arunachal Pradesh (GoAP).

The company invoked arbitration proceedings against Govt. of Arunachal Pradesh and the Hon'ble Guwahati High Court (Itanagar Bench) has appointed Sole Arbitrator for settlement of the matter. The Arbitration Tribunal (the Tribunal) has been constituted and company is in the process of filing its claim with the Tribunal.

Further, NHPL has filed an application with Hon'ble National Company Law Tribunal (NCLT), Delhi for reduction of capital on account of erosion of Net Worth, from Rs. 100 crore to Rs. 5 lac. The Hon'ble NCLT after hearing the matter on 05th August, 2024 has reserved the order.

(iv) Chango Yangthang Hydro Power Limited-180 MW Chango Yangthang HEP (Kinnaur District, Himachal Pradesh)

Chango Yangthang Hydro Power Ltd (CYHPL), a wholly owned subsidiary of your company, was having license to develop 180 MW Chango Yangthang Hydro Electric Project in the state of Himachal Pradesh.

Due to various socio legal issues not in the control of the company, the company has surrendered the project and filed an application with Govt. of H.P. for refund of upfront premium and security deposit of ₹3,969.45 Lakhs. The Company is constantly following up with the State Government for the refund of the said amount with interest.

(v) Balephi Jalvidhyut Company Ltd-23.52 MW Balephi HEP (Nepal)

Balephi Jalvidhyut Company Limited (BJCL), Nepal, a subsidiary of your company, has a license to develop 23.52 MW Hydro Power Project in Nepal.

Due to various reasons, the company has decided not to execute the project and exploring the possibility of selling its stake in BJCL.

OTHER SUBSIDIARIES

(i) Indo Canadian Consultancy Services Limited

Indo Canadian Consultancy Services Ltd (ICCS), subsidiary of your company, is engaged in the consultancy of hydro power and irrigation projects with wide range of services like investigations, due diligence studies, preparation of prefeasibility reports and detailed project reports, detailed design and drawings, technical specification, construction supervision, pre tender engineering, lender's engineer services etc.

During the current financial year 2023-24, ICCS recorded Revenue from operation of Rs. 59.38 million as against Rs. 50.53 million in the previous year. During the current financial year 2023-24, ICCS reported net profit of Rs. 11.61 million as against loss of Rs. 3.81 million during the previous financial year.

(ii) Replus Engitech Private Limited

Replus Engitech Private Limited (Replus) subsidiary of your Company is engaged in the business of providing Battery Energy Storage Solution (BESS).

Replus’ state of the art factory got commissioned on 20th September, 2023. The capacity of the factory is 550 MWh.

For the FY 2023-24, Replus reported revenue of Rs.195.19 million as against Rs. 116.33 million during the previous financial year. Due to company being in start-up phase and high fixed cost (Opex) against revenue, the company during FY 2023-24 incurred loss of Rs. 54.64 million as compared to Rs. 35.09 million to the previous financial year.

6. DIVIDEND

In view of accumulated losses, your Directors do not propose any dividend for the financial year under review.

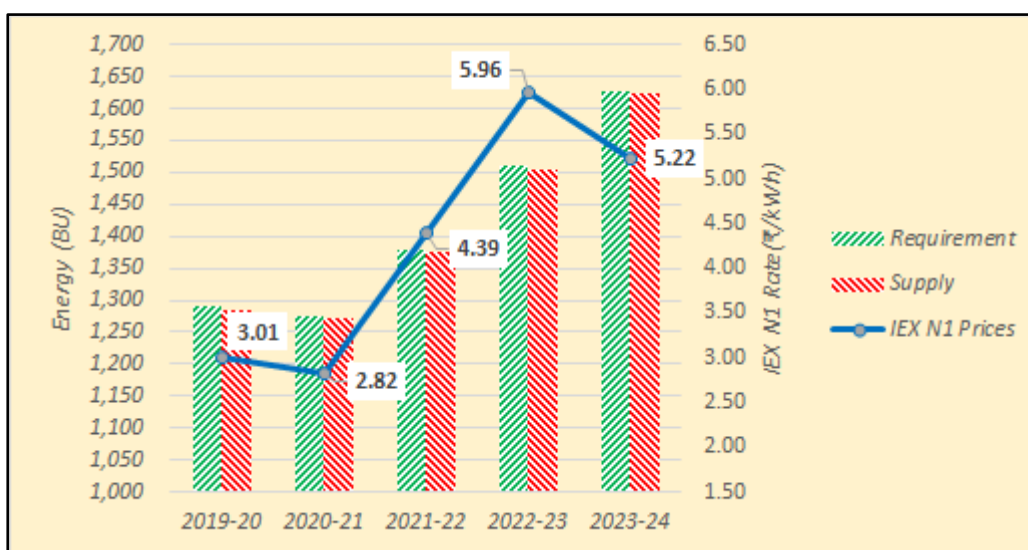
7. INDUSTRY POTENTIAL & DEVELOPMENT

India is the third largest producer and consumer of electricity worldwide, with all India installed power generation capacity of 441.97 GW as of 31.03.2024, which comprises of 243.22 GW of Thermal, 46.93 GW of Hydro, 8.18 GW of Nuclear and 143.64 GW of Renewable capacity.

During Financial Year 2023-24, energy demand in the country rose to ~1626 BU (with ~8% Y-o-Y growth), whereas peak demand rose to ~243 GW (with ~13% Y-o-Y growth). The average annual market clearing price at the Indian Energy Exchange (IEX) in N1 region was ₹ 5.22/kWh in 2023-24, almost 12% lower compared to 2022-23. It was due to better planning and co-ordination among Ministry of Power, Ministry of Coal and system operators, that despite increase in peak power demand across the country, average annual power prices discovered at IEX remained moderate except for the period during Aug-Oct’ 23 when the prices were higher by ~38% as compared with the corresponding period of previous year i.e. Aug-Oct’22. Total short term power transactions were ~13.59% of yearly generation (excluding generation from captive power plants).

The following “Table” indicates the energy requirement/ supply along with IEX (N1) rates during last 5 years:

Table : Energy Requirement/ Supply & IEX (N1) rates during last 5 years.



It is also observed that peak power demand recorded during 2023-24 has surpassed the estimates of CEA (20th Electric Power Survey) with a significant margin. Indian Meteorological Department (IMD) has forecasted above normal temperatures during summer season of 2024-25 which has resulted in peak power demand to reach the highest ever figure of 250 GW during May'24 itself. Growing industrialization in semi urban and rural areas accompanied with increase in per capita income has propelled the electricity demand across the country. It is widely expected that the total electricity requirement as well as peak power demand in India is bound to increase multifold in forthcoming years that will create numerous opportunities for the merchant power plants that specialize in catering peak power demand.

In the Financial Year 2023-24, India's power sector experienced robust demand growth fueled by economic expansion, urbanization and industrial activities. Renewable energy capacity saw substantial additions, particularly in solar driven by government initiatives, policies and investment incentives. These efforts helped India make significant strides towards its renewable energy targets, aligning with global commitments to reduce carbon emissions. Technological advancements, particularly in energy storage, will facilitate better integration of renewables into the grid, and this is expected to further the growth of complex bids like Firm Dispatchable Renewable Energy as compared to plain vanilla solar and wind.

As per the recent World Bank's projections, India will continue to be the fastest-growing among the world's largest economies with a GDP of 6.6%. The company expects that with strong domestic demand and surge in infrastructural activities, India will remain at forefront in terms of new investments, policy reforms and economic growth. Power sector being the growth engine of any economy, it has to be more robust and resilient to provide a steady platform to sustainably drive a GDP growth of 6.6%. Looking at such GDP growth rate, Indian power sector is poised for a remarkable transformation as it experiences substantial shifts in demand growth, energy mix

and market dynamics. Private investments in power sector are more important than ever when power market is witnessing innovative products and technological upgradation that promises a sustainable and resilient energy future for the nation.

8. CORPORATE GOVERNANCE

The Company is committed to achieve the high standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their interest.

The majority of the Board comprises of Non-Executive Directors' including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

The Board of Directors in their meeting held on 22.05.2024 has approved the Composite Scheme of Arrangement amongst the Company, HEG Ltd. & HEG Greentech Ltd. (new co. incorporated as wholly owned subsidiary of HEG Ltd.), whereby in addition to other things, the Company (BEL) shall be merged with HEG Ltd. (excluding Graphite Business) and shareholder of BEL (except HEG Ltd.) will receive 8 shares of HEG Ltd. (excluding Graphite Business) for every 35 shares held in the company. The scheme is subject to approval of NCLT. Upon scheme becoming effective, the company will be dissolved without winding up.

Except the above, there are no material changes and commitments, affecting the financial position of the Company have occurred during the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

10. INTERNAL CONTROL / INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal controls in place commensurate with the size and nature of its business. Internal Audit is conducted by outside Auditing Firms. The Internal Audit Reports are reviewed by the top management and the audit committee and timely remedial measures are ensured.

Further, the Internal Financial Control framework is under consistent supervision of Audit Committee, Board of Directors and also Independent Statutory Auditors. During the year, no reportable material weakness in the design or operations was observed.

11. PERSONNEL

(i) INDUSTRIAL RELATION

The Industrial Relations during the period under review generally remained cordial at the plants and corporate office of the Company without any untoward incidents.

(ii) PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure-II**.

12. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2024.

13. RESERVES

The Company has not transferred any amount to the General Reserve for the FY 2023-24.

14. SHARE CAPITAL

a) Issue of equity shares with differential rights

During the financial year 2023-24, no equity shares have been issued with differential rights.

b) Issue of sweat equity shares

During the financial year 2023-24, no sweat equity shares have been issued.

c) Issue of employee stock options

During the financial year 2023-24, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2023-24 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

15. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

In your Company M/s Bhilwara Energy Limited, there are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future. However, during the year, the company in an Extra-Ordinary General Meeting held on 11.03.2024 has approved shifting of its registered office from National Capital Territory of Delhi to the State of Madhya Pradesh.

During the current financial year, the company has filed an application before the Central Government (Regional Director, Northern Region) and received the approval of the same.

Now, the registered office of the company situated at Madhya Pradesh, Roc Gwalior.

The members may please take note of the below status in case of the subsidiary company:

In case of M/s NJC Hydro Power Limited (NHPL), the wholly owned subsidiary of your Company, the Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA) with respect to 780 MW Nyamjang Chhu Hydro Electric Project. As per directions of Hon'ble Supreme Court, the company invoked the arbitration proceeding. The outcome of Arbitration will have impact on the subsidiary company's future. The Hon'ble high court has appointed Sole Arbitrator for settlement of the said matter with the state of Arunachal Pradesh. The company is in the process of filing its claim with the Arbitrator.

Further, NHPL has filed an application with Hon'ble National Company Law Tribunal (NCLT), Delhi for reduction of capital on account of erosion of Net Worth, from Rs. 100 crore to Rs. 5 lac. The Hon'ble NCLT after hearing the matter on 05th August, 2024 has reserved the order.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure-III** forming part of this Report.

17. DIRECTORS AND KEY MANAGERIAL PERSONNEL

DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

Pursuant to the provisions of Companies Act, 2013, Mr. Ravi Jhunjunwala (DIN: 00060972), Mr. Riju Jhunjunwala (DIN:00061060) and Mr. Rishabh Jhunjunwala (DIN: 03104458) shall retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment. The Board recommends their re-appointment.

❖ **During the year, the following changes occurred in the Directors/ KMP's of the Company:-**

➤ **APPOINTMENTS/ RE-APPOINTMENTS**

DIRECTORS RETIRE BY ROTATION

During the year, Mr. Ravi Jhunjunwala (DIN:00060972), Mr. Riju Jhunjunwala (DIN:00061060) and Mr. Rishabh Jhunjunwala (DIN: 03104458) retired by rotation at the 17th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 17th Annual General Meeting of the Company held on 21st September, 2023.

DECLARATION FROM INDEPENDENT DIRECTORS

Your Directors further inform the members that declarations under section 149(7) of the Companies Act, 2013 have been taken from the Independent Director/s at the beginning of the financial year confirming that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following acted as the Key Managerial Personnel of the Company:

- a) Mr. Riju Jhunjunwala, Managing Director

- b) Mr. Ravi Gupta, Company Secretary
- c) Mr. Krishna Prasad, Chief Financial Officer (CFO)

18. MEETINGS

(i) MEETINGS OF THE BOARD

The Board of Directors had met Six (6) times during the financial year 2023-24. The Meeting of the Board were held on 16th May, 2023, 08th August, 2023, 14th September, 2023, 07th November, 2023, 06th February, 2024 and 27th February, 2024.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The Attendance of the Board meetings held in the financial year 2023-24 is as below:

S. No.	Name of the Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Ravi Jhunjunwala	Chairman & Non-Executive Director	6	6
2	Mr. Riju Jhunjunwala	Managing Director	6	6
3	Mr. Rishabh Jhunjunwala	Managing Director	6	4
4	Dr. Kamal Gupta	Non-Executive Director (Independent Director)	6	6
5	Ms. Niharika Bindra	Non-Executive Director (Independent Director)	6	4

(ii) AUDIT COMMITTEE

During the financial year 2023-24, the Audit Committee reviewed the Company's financial results, Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2023-24.

The majority of the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee.

During the financial year 2023-24 five (5) Audit Committee Meetings were held. The meetings were held on 16th May, 2023, 08th August, 2023, 14th September, 2023, 07th November, 2023 and 06th February, 2024.

The Composition & Attendance of the Audit Committee meetings held during the financial year 2022-23 is as below:

S. No.	Name of Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Mr. Ravi Jhunhunwala	Chairman & Member	5	5
2.	Dr. Kamal Gupta	Member	5	5
3.	Ms. Niharika Bindra	Member	5	4

The Company Secretary acts as the Secretary to the Committee.

(iii) NOMINATION AND REMUNERATION COMMITTEE MEETING

During the financial year 2023-24, Two (2) Nomination and Remuneration Committee Meetings were held on 16th May, 2023 and 08th August, 2023.

The Composition of the Nomination & Remuneration Committee is as below:

S. No.	Name of Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Dr. Kamal Gupta	Chairman & Member	2	2
2.	Mr. Ravi Jhunhunwala	Member	2	2
3.	Ms. Niharika Bindra	Member	2	2
4.	Mr. Rishabh Jhunhunwala	Member	2	1

The Company Secretary acts as the Secretary to the Committee.

(iv) INDEPENDENT DIRECTORS' MEETING

The Independent Directors met on 06th March, 2024 without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Managing Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information

between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

19. GENERAL MEETINGS

The Annual General meeting of the members of the Company for the Financial Year 2022-23 was held on 21st September, 2023.

Two Extra-Ordinary General Meeting were held on 11th October 2023 and 11th March 2024 during the year under review.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company has not entered into any transaction with related parties which could be considered material in terms of section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under section 134(3) (h) of the Companies Act, 2013 in form AOC-2 is not applicable.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The details of the loans, guarantee and investments are disclosed in the notes to the financial statement of the Company.

22. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

23. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect stakeholder's value by minimizing threats or losses and identifying & maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The CSR provisions are not applicable on the Company.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the Companies Act, 2013, the Board of Directors on the recommendation of the Nomination and Remuneration Committee has framed a policy for the appointment of Directors and Senior Management and KMP's of the Company and their remuneration. The Policy forms part of this Report as **Annexure IV** and has also been available on the website of the Company www.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the Annual General Meeting held on 28th September, 2022, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were appointed as the Statutory Auditors of the Company for 2nd term of 5 years to hold office till the conclusion of the 21st Annual General Meeting to be held in the Calendar Year 2027.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

27. REPORTING OF FRAUD BY AUDITORS'

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor and the Internal Auditor had reported any matter under Section 143 (12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

28. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors Report does not contain any qualification, reservation adverse remarks or disclaimer.

29. SECRETARIAL AUDITOR

The Company had appointed M/s M.L. Sharma & Co., Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2023-24, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed as **Annexure V** to this Board Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

30. INTERNAL AUDITOR

Based on the recommendations of the Audit Committee, the Board had re-appointed M/s BGJC & Associates, Chartered Accountants (ICAI Firm Registration No.003304N/N500056) as its Internal Auditor for the financial year 2024-25. During the year under review, the Company continued to implement the suggestions and recommendations made by the Internal Auditors to improve the control environment.

31. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Board Reports to the members that with the objective of pursuing the business in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior and to encourage and protect the employees who wish to raise and report their genuine concerns about any unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct, the Company on the recommendation of the Audit Committee has adopted a Whistle Blower Policy. The policy adopted by the Company contains a framework whereby the identity of complainant is not disclosed. The Policy has been disclosed on the website of the Company at www.bhilwaraenergy.com.

32. ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return is available on the website of the Company at the link: www.bhilwaraenergy.com.

33. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- (a) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit and loss of the company of that period;
- (c) that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) that the annual financial statement has been prepared on a going concern basis;
- (e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- (f) that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

34. GENERAL DISCLOSURE

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2023-24.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.

- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2023-24.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by the Institute of Company Secretaries of India (ICSI) from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- The details of application made or any proceeding(s) pending under the Insolvency and Bankruptcy Code 2016, during the year, if any along its status as at the end of financial year – There was no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.

35. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
BHILWARA ENERGY LIMITED**

**PLACE: NOIDA (U.P.)
DATE: 08-08-2024**

**RAVI JHUNJHUNWALA
CHAIRMAN
(DIN: 00060972)**

ANNEXURE – I TO THE DIRECTORS' REPORT

Statement containing salient features of the financial statements of Subsidiaries/Associates companies/Joint Ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1)

Part – “A” Subsidiaries (Rs. in Lakhs)

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Replus Engitech Private Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007*	06.03.2023	31.03.2008	12.03.2009 **	16.12.2009	30.03.2011
Reporting Period	2023-24	2023-24	2023-24	2023-24	2023-24	2023-24	2023-24
Reporting Currency	INR	INR	INR	INR	INR	INR	INR
Issued, subscribed & paid up capital	14,752.57	56,015.28	263.50	70.66	1,669.16	10,000.00	3,000.00
Reserves	1,02,459.34	79,727.02	1,714.13	297.74	(242.70)	(10,006.42)	(18.06)
Total assets	1,20,505.72	1,47,232.22	11,364.50	723.56	1,707.56	2,549.75	3,971.47
Total liabilities	3,293.81	11,489.92	9,386.87	355.15	282.10	2,556.16	989.53
Investment (except in subsidiary)							
Turnover	12,310.17	31,791.38	1,951.94	593.83	-	-	-
Profit before tax	7,094.73	23,481.21	(756.49)	132.12	(3.04)	(3.74)	(44.69)
Provision for tax	1,458.51	6,016.12	(210.13)	15.97	-	-	-
Profit after taxation	5,636.22	17,465.09	(546.36)	116.15	(3.04)	(3.74)	(44.69)
Proposed Dividend							
% of Shareholding	51.00%	51.00%	74.00%	75.50%	95.86%	100.00%	100.00%

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian ₹) =160 NR (Nepali Rupee).

Name of Subsidiaries which are yet to commence operations

Sr. No.	Name of the Company
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Name of Subsidiaries which have been liquidated or sold during the year

Sr. No.	Name of the Company
1	BG Wind Power Ltd. transfer to RSWM on dated 06 th April 2023.

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
BHILWARA ENERGY LIMITED

Ravi Jhunhunwala
Chairman
DIN: 00060972

Riju Jhunhunwala
Managing Director
DIN:00061060

Krishna Prasad
CFO

Ravi Gupta
Company Secretary
M.No. F5731

PLACE: NOIDA (U.P.)

DATE: 08.08.2024

ANNEXURE – II TO THE DIRECTORS' REPORT

The information of employees receiving salary in excess of the limits as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn											
S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Riju Jhunjhunwala	Managing Director	Rs. 332.03 lakhs	Graduate in Business Management Studies from University of Bradford, UK	20.5 Years	45 Years	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Riju Jhunjhunwala is the son of Sh. Ravi Jhunjhunwala ji and brother of Mr. Rishabh Jhunjhunwala
2	Mr. Rishabh Jhunjhunwala	Managing Director	Rs. 380.15 lakhs	i) Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan. ii) Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.	14 Years	40 Years	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Rishabh Jhunjhunwala is the son of Sh. Ravi Jhunjhunwala Ji and brother of Mr. Riju Jhunjhunwala

BHILWARA ENERGY LIMITED***Directors' Report for the Financial Year 2023-24***

3	Mr. Ravi Gupta	GM & Company Secretary	Rs. 48.05 lakhs	B.Com, FCS, LLB	24 Years	46 Years	15.07.2009	Sara Textiles Ltd.	NIL	Permanent	No
4	Mr. Krishna Prasad	CFO (DGM-Finance)	Rs. 38.34 lakhs	B.Com, FCA	23 Years	51 Years	18.03.2016	Lanco Mandakini Hydro Energy Pvt. Ltd.	NIL	Permanent	No
5	Mr. Bhupal Singh	Caretaker	Rs. 3.71 lakh	10 th	26 Years	45 Years	01.04.2021	Malana Power Company Ltd.	NIL	Permanent	No

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

ANNEXURE III TO DIRECTOR'S REPORT

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy NIL

(b) Technology Absorption

The Technology for Wind Power Project has been provided by AMSC Austria-subsidiary of USA based American Superconductors Corporation (AMSC) a well-known Company in field of Wind Energy, through their business partners in India, who are acting as the EPC cum Project Developer. Our team has been extensively involved during all the phases of manufacturing, quality control, micro siting erection and commissioning. The operations of the WTGs is also being monitored on a daily basis. The maintenance of the WTGs is also being monitored on an ongoing basis. The operations of Wind Power plant is monitored through SCADA.

(c) Foreign Exchange Earnings and Outgo

(in Rs. Millions)

S. No.	Particulars	2023-24	2022-23
I	Foreign Exchange Outgo		
	Travelling	NIL	NIL
	Professional charges	NIL	NIL
	Consultancy Charges	NIL	NIL
	Total	NIL	NIL
II	Foreign Exchange Earnings		
	Foreign Exchange Earnings	NIL	NIL
	Total	NIL	NIL

ANNEXURE IV TO THE DIRECTORS REPORT**NOMINATION & REMUNERATION POLICY**

Pursuant to Section 178 of the Companies Act, 2013, the Company is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company has already a Remuneration Committee with three Non-Executive Independent Directors. In order to align the same with the provisions of the Companies Act, 2013, the Board of Directors in their meeting held on 30th June, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

"Key Managerial personnel (KMP) means and comprise-

- Managing Director & Chief Executive officer;
- Whole-time Director;
- Company Secretary;
- Chief Financial Officer;
- Such other Officer as may be prescribed.

Senior Management comprise the personnel of the Company who are members of its core management team, excluding the Board of Directors, so also, that would also include all members of management one level below the Executive Directors, including Functional Heads.

Role and Objective of Committee:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a Director.
2. Identify persons who are qualified to become Directors and who may be appointed in senior management positions in accordance with the criteria laid down in the policy.
3. Recommend to the Board the appointment and removal of Directors and Senior Management.

4. Carry out evaluation of every Director's performance.
5. Formulate criteria for evaluation of Independent Directors and the Board.
6. Recommend to the Board a Policy, relating to the remuneration for the directors, key managerial personnel and Senior Management.
7. To devise a policy on Board diversity
8. To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run Company successfully.
9. To ensure the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
10. To develop a Succession Plan for the Board and to review it regularly.
11. To perform such other functions as may be referred by the Board or be necessary in view of the provisions of the Companies Act, 2013 and Rules made thereunder.

Membership:

1. The Committee shall comprise at least three (3) Directors, all of whom shall be non-executive Directors and at least half of them shall be independent.
2. Minimum two (2) members shall constitute a Quorum for a Committee meeting.
3. Term of the Committee shall be continued unless terminated by the Board of Directors.

Chairman:

1. Chairman of the Committee shall be an Independent Director.
2. Chairperson of the Company may be appointed as a member of the Committee but shall not Chair the Committee.
3. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
4. Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

Frequency of Meetings:

The meeting of the Committee shall be held at such regular intervals as may be required.

Committee Member's Interests:

1. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
2. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

Voting:

1. Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall, for all purposes, be deemed to be a decision of the Committee.
2. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

Appointment of Directors/KMP/Senior Officials:

While recommending a candidate for appointment, the Committee shall have regard to:

- Assessing the appointee against a range of criteria which includes but not limited to qualifications, skills, experience, background and other qualities required to operate successfully;
- The experience and knowledge that the appointee brings to the role of KMP/Senior Officials, which, in turn, will enhance the skill sets and experience of the Board as a whole;
- The nature of existing positions held by the appointee including directorship and such other relationship and the impact of the same on the Company's welfare.

Letter of Appointment:

The letter of appointment issued by the Company, should contains the terms and conditions of his/her appointment.

Policy on Board Diversity:

The Nomination and Remuneration Committee shall ensure that the Board of Directors have the combination of Directors from different areas/fields or as may be considered appropriate in the best interests of the Company.

Remuneration of Directors, Key Managerial Personnel and Senior Management:

The salaries of Directors, Key Management Personnel and other senior officials shall be based and determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any. The level and composition of remuneration/fee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management to run the company successfully. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Fixed Pay :

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The salary paid need to be competitive and reflective of the individual's role, responsibility and experience in relation to performance of day-to-day activities to be usually reviewed on an annual basis;

2. Minimum Remuneration :

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. Provision for excess remuneration :

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it, unless permitted by the Central Government.

4. Increment :

Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board, which should be within the slabs approved by the Shareholders in the case of Managerial Person.

Remuneration to Non-Executive/Independent Director:**1. Remuneration/Commission:**

The remuneration/commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the Rules made there under for the time being in force.

2. Sitting Fees:

The Non- Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee(s) thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

Directors' and Officers' Insurance

- Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel, Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to such personnel.

Other Provisions:

- The Independent Directors shall not be entitled to any Stock Option.

Evaluation/ Assessment of Directors of the Company

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis. The following criteria may assist in determining how effective the performance of the Directors have been:

- Contributing to clearly define corporate objectives & plans
- Obtain adequate, relevant & timely information.

- Assess policies, structures & procedures
- Regular monitoring of corporate results against projections
- Review achievement of strategic and operational plans, objectives, budgets
- Identify, monitor & mitigate significant corporate risks
- Review management's Succession Plan
- Effective meetings
- Clearly defining role & monitoring activities of Committees
- Review of ethical conduct

Additionally, for evaluation/assessment of the Performances of Managing Director(s) / Whole Time Directors (s) of the Company, following criteria may also be considered.

- Leadership & stewardship abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials.

Evaluation following the aforesaid parameters, will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors relative to the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

DEVIATIONS FROM THIS POLICY:

Deviations on elements of this policy, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

ANNEXURE V TO THE DIRECTORS REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]

To

The Members,

BHILWARA ENERGY LIMITED,

CIN: U31101MP2006PLC071693

Madhya Pradesh-462046

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BHILWARA ENERGY LIMITED** (hereinafter called the company). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, documents, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period, covering **the financial year ended on March 31, 2024** complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on March 31, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder **(not applicable to the company during the financial year under review)**;
- (iii) The Depositories Act, 1996 and the Regulations and bye laws framed thereunder;

- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) **(all the following Regulations including amendments, if any, from time to time are not applicable to the company during the Audit period):**
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **(company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review);**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
 - (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

- (vi) Other laws applicable specifically to the company, as identified and on the basis of representation given by the management:
 - (a) The Electricity Act, 2003 and rules and regulations made thereunder;
 - (b) The Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.
- (vii) We have also examined compliance with the applicable clauses of the following:
 - (a) Secretarial Standards issued by *The Institutes of Company Secretaries of India*;
 - (b) The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (**not Applicable to the company during the financial year under review**).

During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

- (i) The Board of Directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- (ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (iii) All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of the Directors or committee of the Board, as the case may be. There was no dissenting vote for any matter.

We further report that we have relied on the representation made by the company and its officers for systems and mechanism formed by the company for compliances under other applicable Acts and regulations to the company. Therefore, we are of the opinion that the management has adequate systems and processes in the company

commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report, during the audit period, there were no specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company affairs.

We further report that during the period under review, the Board of Directors and Shareholders/Members of company has approved the shifting of the registered office of the company from "National Capital Territory of Delhi" to the "State of Madhya Pradesh" and necessary amendment in Clause-II of the Memorandum of Association with respect to the situation of the registered office of the company in the State of Madhya Pradesh. Accordingly, an application in requisite format was filed on 05.04.2024 with Hon'ble Regional Director, Northern Region for due approval. The Hon'ble Regional Director, Northern Region vide order dated 13.05.2024 approved the alteration in Clause-II of the Memorandum of Association. The new registered office is now situated at c/o HEG Limited, Mandideep, Near Bhopal, District Raisen, Bhopal, Madhya Pradesh-462046 with effect from 15.05.2024. The new CIN allotted on 12.06.2024 to the company is **U31101MP2006PLC071693**.

This report is to be read with our letter of even date which is **Annexure I** and forms an integral part of this report.

For **M.L. SHARMA & COMPANY**
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)

FCS No.: 8241

CP No: 6823

Place: Delhi

Date: July 25, 2024

UDIN: F008241F000827829

Annexure I

To
The Members,
BHILWARA ENERGY LIMITED,
CIN: U31101MP2006PLC071693
Madhya Pradesh-462046

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by statutory Auditor.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, Rules regulations, and standards is the responsibility of management. Our examination was limited to the verification of practices on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

For M.L. SHARMA & COMPANY
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)

FCS No.: 8241

CP No: 6823

Place: Delhi
Date: July 25, 2024
UDIN: F008241F000827829

DOOGAR & ASSOCIATES

CHARTERED ACCOUNTANTS

Independent Auditors' Report

To the Members of Bhilwara Energy Limited Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **Bhilwara Energy Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the Standalone Financial Statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the Standalone Financial Statements do not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.



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Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate,

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to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

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In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigation therefore there is no impact on its financial position of Standalone Financial Statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
- iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 39(vii) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the note 39(viii) to the Standalone Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility at the application level and the same has operated throughout the year for all relevant transactions recorded in the software. In the absence of sufficient appropriate evidence in respect of audit trail feature at the database level, we are unable to comment whether audit trail feature of the said software at database level was enabled and operated throughout the year to log direct data changes in the software.



DOOGAR & ASSOCIATES

CHARTERED ACCOUNTANTS

Further, where audit trail (edit log) facility was enabled and operated throughout the year for the said accounting software, we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For Doogar & Associates

Chartered Accountants

Firm Regn. No. 000561N



Mukesh Goyal

Partner

Membership No. 081810

UDIN: 24081810BKFM8D2549

Place: Noida, U.P.

Date: 15-05-2024

ANNEXURE 'A' TO AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.
- (c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment, according to the information and explanations given to us and based on the examination of the award letter and certificate of mutation provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) As per the details and information shared with us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) According to the information and explanation given to us and the records examined by us, the company is not having any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.
(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.



- (iii) (a) The Company has granted unsecured loans to its subsidiaries and other company, has made further investments in subsidiary and provided guarantee on behalf of subsidiary but has not given any security or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year-

Amount in ₹. Lacs

Particulars	Loans
A. Aggregate amount provided during the year	
-Loan to Subsidiaries	1563.39
-Loan to Other Company	403.03
-Guarantee on behalf of subsidiary	9800.00
B. Balance outstanding as at balance sheet date in respect of above cases*	
-Loan to Subsidiaries	1563.39
-Loan to other Company	403.03
-Guarantee	9800.00

*The amounts reported are at outstanding balance after ECL Provision ₹ 4.27 Lacs during the year.

(b) The terms and conditions of the grant of all the above-mentioned loans and guarantees granted, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) The Company has granted loans re-payable on demand as agreed, to parties covered in the register maintained under section 189 of the Act. We are informed that the Company has not demanded repayment of any such loan during the year and thus there has been no default on the part of the parties to whom the money has been lent.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year except for the loans mentioned in clause (a) above.

- (iv) According to information and explanation given to us, the Company complied with the provisions of sections 185 or 186 of the Companies Act, 2013 in respect of investments, loans, guarantee or security given, to the extent as applicable.

- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.



- (vi) The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, Goods and Service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the yearend for a period of more than six months from the date they became payable as at 31st March, 2024.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, goods and service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.
- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The company has not raised any funds on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company has not taken any term loan during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.



- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and up to the date of this report.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports issued to the Company during the year.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
- The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



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- (xx) The company is not having any obligation under section 135 of the Companies Act'2013 Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.

For Doogar & Associates

Chartered Accountants

Firm Regn. No. 000561N



Mukesh Goyal

Partner

Membership No. 081810

UDIN: 24081810BKFM0D2549

Place: Noida, U.P.

Date: 15-05-2024

Annexure B to the Independent Auditor's Report to the Members of Bhilwara Energy Limited on Standalone Financial Statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Bhilwara Energy Limited** ("the Company") as of 31st March 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.



Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants

Firm Regn. No. 000561N



Mukesh Goyal

Partner

Membership No. 081810

UDIN: 24081810BKFM&D2549

Place: Noida, U.P.

Date: 15-05-2024

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862

Standalone Balance Sheet as at March 31, 2024

(₹ in Lakhs)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
I ASSETS			
(1) Non-Current Assets			
(a) Property, plant and equipment	3	5,231.57	5,600.88
(b) Financial assets			
(i) Investments	4	24,431.97	24,780.66
(ii) Loans	7	3,364.50	346.22
(iii) Others financial assets	8	7.00	7.00
(c) Deferred tax assets (net)	9	2,042.42	1,973.03
(d) Other non-current assets	10	1,088.39	655.40
		36,165.85	33,363.19
(2) Current Assets			
(a) Financial assets			
(i) Trade receivables	5	273.95	355.56
(ii) Cash and cash equivalents	6(a)	45.30	58.57
(iii) Bank balances other than (ii) and above	6(b)	8,110.00	550.00
(iv) Loans	7	6,714.82	7,282.27
(v) Others financial assets	8	167.22	5.77
(b) Other current assets	10	67.63	21.89
		15,378.92	8,274.06
Total Assets		51,544.77	41,637.25
II EQUITY AND LIABILITIES			
(1) Equity			
(i) Equity Share Capital	11	16,575.93	16,575.93
(ii) Other Equity	12	34,189.55	24,876.39
		50,765.48	41,452.32
(2) Liabilities			
Non-Current Liabilities			
Provisions	16	147.89	131.60
		147.89	131.60
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Trade payables	13		
- Total outstanding dues of micro enterprises and small enterprises		0.68	0.68
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		122.71	15.02
(ii) Other financial liabilities	14	470.58	16.53
(b) Other current liabilities	15	34.43	18.32
(c) Provisions	16	3.00	2.78
		631.40	53.33
Total Equity and Liabilities		51,544.77	41,637.25

Material Accounting Policies

2

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**

Chartered Accountants

Firm Regn.No: 000561N

Mukesh Goyal

Partner

Membership No. 081810

Place: Noida (U.P.)

Date: May 15, 2024

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala

Chairman

DIN - 00060972

Krishna Prasad

Chief Financial Officer

Riju Jhunjunwala

Managing Director

DIN - 00061060

Ravi Gupta

Company Secretary

M.No. F5731

Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Standalone Statement of Profit & Loss for the year ended March 31, 2024

(₹ in Lakhs)

Particulars	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
i Revenue From Operations	17	900.56	1,230.21
ii Other Income	18	10,939.08	6,589.86
iii Total Income		11,839.64	7,820.07
iv Expenses			
Employee Benefits Expense	19	926.58	400.92
Finance Costs	20	0.07	120.14
Depreciation and amortisation expense	21	378.68	377.47
Other Expenses	22	1,290.86	1,431.59
v Total Expenses		2,596.19	2,330.12
vi Profit/(Loss) before tax		9,243.45	5,489.95
vii Tax Expense	23		
Current tax		-	-
Deferred Tax		(69.39)	(1,973.03)
Tax related to earlier years		-	18.47
viii Profit/(Loss) for the year		9,312.84	7,444.51
ix Other Comprehensive Income	24		
(i) Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit plans		0.32	(12.87)
x Other comprehensive income for the year		0.32	(12.87)
xi Total comprehensive income for the year (Comprising Profit/Loss and Other comprehensive income for the year)		9,313.16	7,431.64
xii Earnings per Equity Shares	25		
(i) Basic (in ₹)		5.62	4.49
(ii) Diluted (in ₹)		5.62	4.49
Face value per share (₹)		₹ 10.00	₹ 10.00
Material Accounting Policies	2		

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For Doogar & Associates

Chartered Accountants

Firm Regn.No: 000561N



Mukesh Goyal
Partner
Membership No. 081810

For and on behalf of the Board of Directors of
Bhilwara Energy Limited


Ravi Jhunjunwala
Chairman
DIN - 00060972



Riju Jhunjunwala
Managing Director
DIN - 00061060



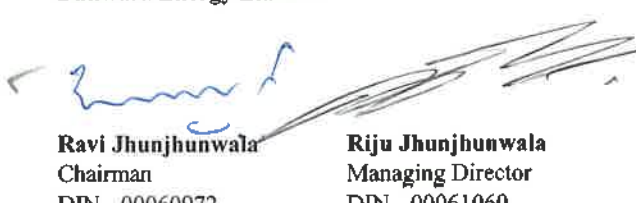
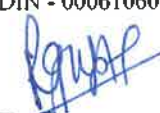
Krishna Prasad
Chief Financial Officer



Ravi Gupta
Company Secretary
M.No. F5731

Place: Noida (U.P.)

Date: May 15, 2024

Bhilwara Energy Limited				
CIN: U31101DL2006PLC148862				
Standalone Statement of Changes in Equity for the year ended March 31, 2024				
a. Equity share capital				
1 Current reporting period				(₹ in Lakhs)
Particulars		No. of Shares	Total	
Balance as at April 1, 2023		16,57,59,311	16,575.93	
Changes in equity share capital during the year		-	-	
Balance as at March 31, 2024		16,57,59,311	16,575.93	
2 Previous reporting period				
Particulars		No. of Shares	Total	
Balance as at April 1, 2022		16,57,59,311	16,575.93	
Changes in equity share capital during the year		-	-	
Balance as at March 31, 2023		16,57,59,311	16,575.93	
b. Other equity				
1 Current reporting period				
Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2023	10.12	41,641.56	(16,775.29)	24,876.39
Profit/(Loss) during the year	-	-	9,312.84	9,312.84
Other comprehensive income during the year	-	-	0.32	0.32
Total	-	-	9,313.16	9,313.16
Balance as at March 31, 2024	10.12	41,641.56	(7,462.13)	34,189.55
2 Previous reporting period				
Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2022	10.12	41,641.56	(24,206.93)	17,444.75
Profit/(Loss) during the year	-	-	7,444.51	7,444.51
Other comprehensive income during the year	-	-	(12.87)	(12.87)
Total	-	-	7,431.64	7,431.64
Balance as at March 31, 2023	10.12	41,641.56	(16,775.29)	24,876.39
Material Accounting Policies				
Accompanying notes are integral part of the standalone financial statements				
Signed in terms of our report of even date				
For Doogar & Associates		For and on behalf of the Board of Directors of		
Chartered Accountants		Bhilwara Energy Limited		
Firm Regn.No: 000561N				
				
Mukesh Goyal		Ravi Jhunjunwala		
Partner		Managing Director		
Membership No. 081810		DIN - 00061060		
				
Krishna Prasad		Ravi Gupta		
Chief Financial Officer		Company Secretary		
Place: Noida (U.P.)		M.No. F5731		
Date: May 15, 2024				

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Standalone Cash Flow Statement for the year ended March 31, 2024

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	9,312.84	7,444.51
Adjustment to reconcile profit before tax to net cash flows		
Depreciation of Property Plant and Equipment	378.68	377.47
Provision for Other Comprehensive Income	0.32	-
Provision for Gratuity and leave encashment	17.16	28.70
Finance Cost	0.07	120.14
Interest Income	(540.63)	(84.73)
Sundry Balance Written off	(9.28)	-
Deferred Interest Income related party	-	(34.62)
Provision written back	140.29	-
Claim for generation loss/PLF	-	(13.68)
Expected credit loss-related party	4.27	-
Bad Debts Written-Off	-	1,270.20
Dividend Income	(10,157.15)	(6,470.48)
Non Cash adjustment in Quoted Equity Investment	-	0.04
Operating Profit/(loss) before working capital changes	(853.43)	2,637.55
(Increase) / Decrease in trade receivables	81.61	537.40
(Increase) / Decrease in loan (financial assets)	348.69	(1,235.58)
(Increase) / Decrease in other financial assets	(161.44)	14.95
(Increase) / Decrease in other non current assets	(433.00)	(655.39)
(Increase) / Decrease in other current assets	(115.14)	(1,972.30)
Increase / (Decrease) in Provisions	16.52	12.87
Increase / (Decrease) in trade payables	107.69	(14.75)
Increase / (Decrease) in other financial liabilities	454.06	7.46
Increase / (Decrease) in other current liabilities	16.11	5.17
	(538.33)	(662.62)
Refund of Income Tax / Tds	654.98	172.99
Net cash flow (used) in/ from Operating Activities	116.65	(489.63)
B. Cash Flow From Investing Activities		
Purchase of property, plant and equipment	(9.37)	-
Interest received	566.79	84.73
Dividend received from subsidiary company	10,157.15	6,470.48
Loan to Subsidiary	(2,455.11)	(747.28)
Sale of investment in subsidiary	500.00	-
Increase/ (Decrease) Investments in shares	(589.07)	-
Sale of Investment (Quoted)	-	0.08
Investment in Replus Engitech Pvt. Ltd.	(740.38)	(2,000.00)
Net cash flow (used) in/ from Investing Activities	7,430.01	3,808.01
C. Cash Flow From Financing Activities		
(Repayment) Long-term borrowings during the year	-	(2,860.81)
Fixed deposits placed during the year	(26,810.00)	(11,741.90)
Fixed deposits matured during the year	19,250.00	11,414.78
Interest paid	0.07	(120.05)
Net cash (used) in/ from Financing Activities	(7,559.93)	(3,307.98)
Net increase/(decrease) in cash & cash equivalent	(13.27)	10.37
Cash & Cash equivalent at the beginning of the year	58.57	48.20
Cash & Cash equivalent at year end	45.30	58.57
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	-	0.58
ii) Balance with Banks :		
-In Current Accounts	45.30	57.99
Total	45.30	58.57

Material Accounting Policies

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For Doogar & Associates

Chartered Accountants

Firm Regn.No: 000561N

Mukesh Goyal

Partner

Membership No. 081810



For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Riju Jhunjunwala
Managing Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M.No. F5731

Place: Noida (U.P.)

Date: May 15, 2024

Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Financial Statements for the year ended March 31, 2024

1. Corporate information

Bhilwara Energy Limited (the 'Company'), is a public limited company incorporated on 17th May, 2006 under the erstwhile Companies Act, 1956 situated in the NCT of Delhi. The company is engaged in the establishment, operation and maintenance of power generating stations and tie-lines, sub-stations and main transmission lines connected therewith. Currently, the company is engaged in generation of wind power through 14 MW wind power project situated in Maharashtra which had become operational during the financial year 2013-14.

The Board of Directors approved the standalone financial statements for the year ended March 31, 2024 and authorised for issue on May 15, 2024.

2. Material accounting policies

2.1. Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind AS.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest Lakhs and two decimals thereof, except otherwise stated.

Operating Cycle: All assets and liabilities have been classified as current or non-current according to the Company's operating cycle and other criteria set out in the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of Material accounting policies

a) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period.

Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note 2.3.

b) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the amount can be reliably measured.

Sale of Electricity

Revenue from sale of electricity is recognized on the basis of billable electricity actually transmitted to customers.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024****c) Property, Plant and Equipment**

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on tangible fixed assets is provided on the straight line method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Sr. No.	Asset description	Useful life
1	Plant & machinery	22 years
2	Other equipment	5-10 years
3	Computers and Equipment's	3-6 years
4	Vehicle	8 years
5	Furniture & fixtures	10 years

The depreciation was provided in accordance with the Schedule II to the Companies Act, 2013.

d) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost.

Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.



Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognised.

e) Impairment of Non-Financial Assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

f) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.



1. Financial assets

i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the asset.

ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:-

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:-

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments at (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL.

For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.



iii. Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

iv. Impairment of financial assets

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Lease receivables under Ind AS 116
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 109
- e) Loan commitments which are not measured as at FVTPL
- f) Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 116

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 Months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 Months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 Months ECL is a portion of the lifetime ECL which results from default events that are possible within 12 Months after the reporting date.



ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

2. Financial liabilities

i. Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

ii. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below.

iii. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

iv. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.



Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Financial Statements for the year ended March 31, 2024

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

v. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

vi. Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

vii. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

g) Foreign currency translation

Transactions in foreign currencies are initially recorded by the company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).



h) Retirement and other employee benefits

a. Provident fund

Retirement benefits in the form of provident fund are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

b. Gratuity

The Company's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

c. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

d. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

i) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

The Company's tax jurisdiction is in India. Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions.

In arriving at taxable profit and tax bases of assets and liabilities, the Company recognised taxability of amounts in accordance with tax enactments, case law and opinions of tax counsel, as relevant. Where differences arise on tax assessment, these are booked in the period in which they are agreed or on final closure of assessment.

Deferred Tax

Deferred tax is provided on temporary difference between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.



j) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

k) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

l) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

m) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

n) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.



o) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
 - In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1** Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level 2** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- **Level 3** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

p) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

q) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.



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Notes to the Financial Statements for the year ended March 31, 2024

2.3. Critical accounting estimates and judgements:

The areas involving critical estimates and judgements are:

i. Service Concession Arrangements

Management has assessed applicability of Appendix-D of Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the company. In assessing the applicability, management has exercised significant judgement in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criteria for recognition as service concession arrangements.

ii. Property, Plant and Equipment and Intangible assets

Internal technical or user team assesses the remaining useful life of the Property, Plant and Equipment and Intangible assets. Management believes that assigned useful lives are reasonable.

iii. Income taxes

Management's judgement is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

iv. Impairment of Financial Assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward estimate at the end of each reporting period.

v. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

vi. Insurance Claims

Insurance claims are recognised when the Company has reasonable certainty of recovery. Subsequently any change in recoverability is provided for.



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Notes to the Standalone Financial Statements for the year ended March 31, 2024

3 PROPERTY, PLANT & EQUIPMENT							(₹ in Lakhs)
Tangible Assets							
Particulars	Free hold land	Plant & machinery	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
Gross Carrying Value							
As at April 1, 2022	294.00	8,663.26	1.09	2.23	7.94	21.70	8,990.22
Additions	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-
As at March 31, 2023	294.00	8,663.26	1.09	2.23	7.94	21.70	8,990.22
Additions	-	-	-	-	1.43	7.94	9.37
Disposals	-	-	-	-	-	-	-
As at March 31, 2024	294.00	8,663.26	1.09	2.23	9.37	29.64	8,999.59
Accumulated Depreciation							
As at April 1, 2022	-	2,999.61	0.58	0.34	6.19	5.15	3,011.87
Charge for the year	-	373.51	0.21	0.21	0.96	2.58	377.47
Disposals	-	-	-	-	-	-	-
As at March 31, 2023	-	3,373.12	0.79	0.55	7.15	7.73	3,389.34
Charge for the year	-	374.54	0.21	0.21	0.62	3.10	378.68
Disposals	-	-	-	-	-	-	-
As at March 31, 2024	-	3,747.66	1.00	0.76	7.77	10.83	3,768.02
Net Carrying Value							
As at March 31, 2023	294.00	5,290.14	0.30	1.68	0.79	13.97	5,600.88
As at March 31, 2024	294.00	4,915.60	0.09	1.47	1.60	18.81	5,231.57



4 INVESTMENTS (NON-CURRENT)		As at March 31, 2024	As at March 31, 2023				
Investment in subsidiaries (unquoted)							
75,238,123 (previous Year 75,238,123) equity shares of ₹10.00 each of Malana Power Company Limited {includes 50 equity shares (previous year 50) held jointly with nominees of company}, the beneficial interest of which is with the Company.		18,103.38	18,103.38				
5,33,500 (previous Year 5,33,500) equity shares of ₹10.00 each of Indo Canadian Consultancy Services Limited {includes 50 equity shares (previous year 50) held jointly with nominees of company}, the beneficial interest of which is with the Company.		459.82	459.82				
NIL (previous year 2,20,50,000) equity shares of ₹10.00 each fully paid up of BG Wind Power Limited {includes 6 shares (previous year 6 shares) held by individuals, the beneficial interest of which is with the Company}.		-	500.00				
10,00,00,000 (previous year 10,00,00,000) equity shares of ₹10.00 each fully paid up of NJC Hydro Power Ltd {includes 6 equity shares (previous year 6) held jointly with nominees of company}, the beneficial interest of which is with the Company.		10,000.00	10,000.00				
25,60,000 (previous year 25,60,000) equity shares of NR 100 each fully paid up of Balephi Jalvidyut Company Limited, Nepal (overseas subsidiary company). The conversion rate has been taken as 1 INR = 1.6 NR (Nepali Rupee).#		1,600.00	1,600.00				
6,00,00,000 equity share of ₹5.00 each (previous year 6,00,00,000 equity share of ₹5.00 each) fully paid up of Chango Yangthang Hydro Power Limited {includes 6 equity shares (previous year 6) held jointly with nominees of the company}, the beneficial interest of which is with the Company.		3,000.00	3,000.00				
19,49,888 equity share (previous year 14,23,077) of ₹10.00 each fully paid up of Replus Engitech Private Limited.		2,740.38	2,000.00				
		35,903.58	35,663.20				
Investment in subsidiaries (Ind AS 109)							
Investment in BG Wind Power Limited (Interest free loan ₹795.00 Lakhs) (Ref. Note 34).		-	589.07				
		-	589.07				
Less: Impairment allowance on non current investments		11,471.61	11,471.61				
		24,431.97	24,780.66				
Aggregate amount of unquoted investments		35,903.58	36,252.27				
Aggregate amount of impairment in value of investments #		11,471.61	11,471.61				
#Impairment allowance on non current investments							
(A) Share Purchase Agreement - Balephi Jalvidyut Company Limited.							
The company had entered into share purchase agreement on dated 08th January 2018 for disposal of its investment in Balephi Jalvidyut Company Limited, Nepal. The company has extended the validity of the said share purchase agreement till 30th June 2019. Since the transaction was not taken place hence the company has provided impairment in Previous years to reflects the proper fair value of this holding for the difference in the carrying value in the financial amounting to ₹1,471.61 Lakhs (previous year ₹1,471.61 Lakhs) for diminution in value of investments.							
(B) Impairment loss as per Ind AS 36 - recoverable value of NJC Hydro Power Ltd							
During the financial year 2018-19, the company has impaired an amount of ₹10,000.00 Lakhs against its investment in Equity of ₹10,000.00 Lakhs and loans amounting to ₹2,474.73 Lakhs in one of the subsidiary namely NJC Hydro Power Limited on the basis of the internal assessment of the management keeping in view of the indicators of the impairment. During the previous year M/s. NJC Hydro Power Limited has filed an application with Hon'ble NCLT for reduction its paid up equity capital from ₹10,000.00 Lakhs to ₹5.00 Lakhs, the matter is still pending for final approval from Hon'ble NCLT.							
5 TRADE RECEIVABLES		Non- Current		Current			
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023		
Secured, Considered Good		-	-	-	-		
Unsecured, Considered Good		-	-	273.95	355.56		
		-	-	273.95	355.56		
Trade Receivables Ageing Schedule- Current							
As at March 31, 2024		Not Due	Outstanding for following periods from due date				
			Less than 6 months	6 months -1 year	1-2 years	More than 3 years	Total
Undisputed Trade Receivables - considered good		55.50	173.53	0.51	-	-	229.54
Trade Receivable-Billed		55.50	173.53	0.51	-	-	229.54
Trade Receivable-Unbilled		44.41	-	-	-	-	44.41
Total		99.91	173.53	0.51	-	-	273.95
Trade Receivables Ageing Schedule- Current							
As at March 31, 2023		Not Due	Outstanding for following periods from due date				
			Less than 6 months	6 months -1 year	1-2 years	More than 3 years	Total
Undisputed Trade Receivables - considered good		65.42	243.30	0.50	-	-	309.22
Trade Receivable-Billed		65.42	243.30	0.50	-	-	309.22
Trade Receivable-Unbilled		46.34	-	-	-	-	46.34
Total		111.76	243.30	0.50	-	-	355.56
6 CASH AND CASH EQUIVALENTS		As at March 31, 2024		As at March 31, 2023			
(a) Cash & Cash Equivalents							
- Balance with banks		45.30		57.99			
- In Current Accounts		-		0.58			
- Cash on hand		45.30		58.57			
(b) Bank balances (other than cash and cash equivalents)							
In deposit account		8,110.00		550.00			
		8,110.00		550.00			



Bhilwara Energy Limited CIN: U31101DL2006PLC148862 Notes to the Standalone Financial Statements for the year ended March 31, 2024					(₹ in Lakhs)
7 LOANS	Non- Current		Current		
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	
Unsecured, considered good					
Loan to employees	-	-	-	0.17	
Loan to related party (Erstwhile wholly owned subsidiary company)(Ref. Note 34)	-	-	403.03	-	
Interest bearing loan	3,323.50	346.22	1,267.02	3,755.45	
Interest free loan	-	-	-	-	
Loan to subsidiary company	41.00	-	1,524.23	46.00	
Interest bearing loan	-	-	3,520.54	3,480.65	
Interest free loan, good*	-	-	7.27	3.00	
Interest free loan, credit impaired**	-	-	(7.27)	(3.00)	
Less: Expected Credit Loss	3,364.50	346.22	6,714.82	7,282.27	
*The Company is engaged in the business of providing infrastructural facilities as per Section 186(ii) read with Schedule III of the Act. Accordingly, disclosures under Section 186 of the Act, is not applicable to the Company					
**During the year an impairments has been done by an amount of ₹4.27 Lakhs (previous year ₹3.00 Lakhs) in one of the subsidiary namely NJC Hydro Power Limited (Refer Note 22).					
8 OTHER FINANCIAL ASSETS	Non- Current		Current		
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	
GBI claim receivable	-	-	8.68	4.01	
Security Deposits (with government department and others)	7.00	7.00	-	-	
Interest accrued on bank deposit	-	-	104.76	1.76	
Interest accrued on loan to others	-	-	53.78	-	
	7.00	7.00	167.22	5.77	
9 DEFERRED TAX ASSETS	Non- Current		Current		
Deferred tax assets are attributable to the following items:	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	
Deferred Tax Assets					
Brought forward Unabsorbed depreciation/business loss	2,817.01	2,678.05	-	-	
Provision for employee benefits	37.98	33.82	-	-	
Sub- Total (a)	2,854.99	2,711.87	-	-	
Deferred Tax Liabilities					
-Property, plant & equipment	812.57	738.84	-	-	
Sub- Total (b)	812.57	738.84	-	-	
Net Deferred Tax Assets (a)-(b)	2,042.42	1,973.03	-	-	
10 OTHER ASSETS	Non- Current		Current		
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	
Considered good, unless otherwise stated					
TDS receivable & advance taxes	1,088.39	655.40	-	-	
Advance to creditors	-	-	55.69	10.49	
Prepaid expenses	-	-	2.36	11.40	
Assets held for sale (Scrap items)	-	-	9.58	-	
Unsecured, considered doubtful	-	-	825.00	825.00	
Less: Provision for doubtful advances	-	-	(825.00)	(825.00)	
	1,088.39	655.40	67.63	21.89	
11 EQUITY SHARE CAPITAL			As at March 31, 2024	As at March 31, 2023	
Authorised			(₹ in Lakhs)	(₹ in Lakhs)	
20,00,00,000 (previous year 20,00,00,000) equity shares of ₹10.00 each			20,000.00	20,000.00	
40,00,000 (previous year 40,00,000) cumulative redeemable preference shares of ₹100.00 each			4,000.00	4,000.00	
			24,000.00	24,000.00	
Issued, subscribed and fully paid up					
16,57,59,311 (previous year 16,57,59,311) equity shares of ₹10.00 each fully paid up			16,575.93	16,575.93	
Total Issued, subscribed and fully paid up share capital			16,575.93	16,575.93	
Notes:					
(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year end:-					
Particulars	As at March 31, 2024		As at March 31, 2023		
	No. of shares	Amount (in Lakhs)	No. of shares	Amount (in Lakhs)	
Shares outstanding at the beginning of the year	16,57,59,311	16,575.93	16,57,59,311	16,575.93	
Shares issued during the year	-	-	-	-	
Shares outstanding at the end of the year	16,57,59,311	16,575.93	16,57,59,311	16,575.93	



Bhilwara Energy Limited

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Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in Lakhs)

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ₹10.00 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹10.00 each fully paid up				
HEG Limited	8,12,32,560	49.01%	8,12,32,560	49.01%
LNJ Spark Advisory LLP	3,54,69,782	21.40%	3,54,69,782	21.40%
RSWM Limited	1,25,24,960	7.56%	1,25,24,960	7.56%
Bharat Investments Growth Ltd.	1,06,54,761	6.43%	1,06,54,761	6.43%
Ravi Jhunjhunwala	-	-	99,88,966	6.03%
	13,98,82,063	84.39%	14,98,71,029	90.42%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(d) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2024		As at March 31, 2023	
		No of Shares	% Of total shares	No of Shares	% Of total shares
Equity shares of ₹10 each fully paid	HEG Limited	8,12,32,560	49.01%	8,12,32,560	49.01%
Equity shares of ₹10 each fully paid	LNJ Spark Advisory LLP	3,54,69,782	21.40%	3,54,69,782	21.40%
Equity shares of ₹10 each fully paid	RSWM Limited	1,25,24,960	7.56%	1,25,24,960	7.56%
Equity shares of ₹10 each fully paid	Bharat Investments Growth Limited	1,06,54,761	6.43%	1,06,54,761	6.43%
Equity shares of ₹10 each fully paid	Ravi Jhunjhunwala	900	0.00054%	99,88,966	6.03%
Equity shares of ₹10 each fully paid	Riju Jhunjhunwala	3	0.0000018%	3	0.0000018%
Equity shares of ₹10 each fully paid	Dreamon Commercial Private Limited	63,20,780	3.81%	13,57,500	0.82%
Equity shares of ₹10 each fully paid	LNJ Financial Services Limited	61,16,253	3.69%	61,16,253	3.69%
Equity shares of ₹10 each fully paid	India Texfab Marketing Limited	34,35,313	2.07%	25,79,700	1.56%
Equity shares of ₹10 each fully paid	Raghav Commercial Limited	33,17,910	2.00%	25,23,787	1.52%
Equity shares of ₹10 each fully paid	Jet (India) Private Limited	23,82,400	1.44%		
Equity shares of ₹10 each fully paid	Kalati Holdings Private Limited	17,16,750	1.04%	17,16,750	1.04%
Equity shares of ₹10 each fully paid	Shashi Commercial Company Limited	12,43,900	0.75%	2,51,250	0.15%
Equity shares of ₹10 each fully paid	Purvi Vanijya Niyojan Limited	11,23,066	0.68%	11,23,066	0.68%
Equity shares of ₹10 each fully paid	Investors India Limited	1,50,000	0.090%	1,50,000	0.090%
Equity shares of ₹10 each fully paid	Giltedged Industrial Securities Limited	69,973	0.042%	69,973	0.042%
Total		16,57,59,311	100.00%	16,57,59,311	100.00%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(e) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

12 OTHER EQUITY	(₹ in Lakhs)
(a) Capital Reserve	Amount
Balances as at April 1, 2022	10.12
Addition during the year	-
Balances as at March 31, 2023	10.12
Addition during the year	-
Balances as at March 31, 2024	10.12
(b) Securities Premium	
Balances as at April 1, 2022	41,641.56
Addition during the year	-
Balances as at March 31, 2023	41,641.56
Addition during the year	-
Balances as at March 31, 2024	41,641.56
(c) Retained Earnings	
Balances as at April 1, 2022	(24,190.08)
Profit / (Loss) during the year	7,444.51
Balances as at March 31, 2023	(16,745.57)
Profit / (Loss) during the year	9,312.84
Balances as at March 31, 2024	(7,432.73)
(d) Other comprehensive income	
Balances as at April 1, 2022	(16.85)
Other comprehensive income during the year	(12.87)
Balances as at March 31, 2023	(29.72)
Other comprehensive income during the year	0.32
Balances as at March 31, 2024	(29.40)
Total (a+b+c+d) as at March 31, 2023	24,876.39
Total (a+b+c+d) as at March 31, 2024	34,189.55
Nature and Description of Reserve :-	
(i) Capital Reserve	
Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.	
(ii) Securities Premium	
Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only in accordance with the provisions of the Companies Act, 2013.	
(iii) Retained earnings	
Retained earnings constitute the accumulated profits earned by the company till date, less dividend and other distribution made to shareholders.	



Bhilwara Energy Limited CIN: U31101DL2006PLC148862 Notes to the Standalone Financial Statements for the year ended March 31, 2024					(₹ in Lakhs)
13 TRADE PAYABLES		Current			
		As at March 31, 2024	As at March 31, 2023		
Total outstanding dues of micro enterprises and small enterprises*		0.68	0.68		
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		122.71	15.02		
		123.39	15.70		
*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006					
Particulars		As at March 31, 2024	As at March 31, 2023		
The principal amount remaining unpaid to any supplier as at the end of the year		0.68	0.68		
The interest due on principal amount remaining unpaid to any supplier as at the end of the year		-	-		
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year		-	-		
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act		-	-		
The amount of interest accrued and remaining unpaid at the end of the year		-	-		
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.		-	-		
Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.					
Ageing for trade payable outstanding as at March 31, 2024 is as follows:					
Particulars	Not Due	Outstanding for following periods from due date			
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years
Trade payable					
MSME	0.68	-	-	-	-
Others	-	122.71	-	-	-
Total	0.68	122.71	-	-	-
Ageing for trade payable outstanding as at March 31, 2023 is as follows:					
Particulars	Not Due	Outstanding for following periods from due date			
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years
Trade payable					
MSME	0.68	-	-	-	-
Others	-	15.02	-	-	-
Total	0.68	15.02	-	-	-
14 OTHER FINANCIAL LIABILITIES		Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Security deposits from employees		-	-	12.22	9.99
Other payable		-	-	1.06	5.14
Employee related		-	-	457.30	1.40
		-	-	470.58	16.53
15 OTHER LIABILITIES		Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Statutory dues payable				34.43	18.32
				34.43	18.32
16 PROVISIONS		Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Provision for employee benefits					
-Leave encashment		51.44	47.10	1.06	1.01
-Gratuity		96.45	84.50	1.94	1.77
		147.89	131.60	3.00	2.78



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Standalone Financial Statements for the year ended March 31, 2024****(₹ in Lakhs)**

17	REVENUE FROM OPERATIONS	For the year ended March 31, 2024	For the year ended March 31, 2023
a)	Revenue from operations		
	Sale of power	832.18	1,123.44
	Less:- PPA charges	(3.40)	(3.60)
		828.78	1,119.84
b)	Other operating revenues		
	GBI	71.78	96.69
	Claim for generation loss/PLF	-	13.68
		900.56	1,230.21
18	OTHER INCOME	For the year ended March 31, 2024	For the year ended March 31, 2023
	Interest Income on		
	- Bank deposits	540.63	73.90
	- Subsidiary company	88.00	0.45
	- Income tax refund	26.16	10.85
	- Others party	12.48	34.18
	Dividend received from subsidiary company	10,157.15	6,470.48
	Fees & Commission	105.38	-
	Sundry Balance Written back	9.28	-
		10,939.08	6,589.86
19	EMPLOYEE BENEFIT EXPENSES	For the year ended March 31, 2024	For the year ended March 31, 2023
	Salaries	896.29	374.67
	Contribution to provident funds	23.00	20.64
	Staff welfare expenses	7.29	5.61
		926.58	400.92
20	FINANCE COST	For the year ended March 31, 2024	For the year ended March 31, 2023
	Interest on		
	- Term loan from other	-	120.05
	- Interest on Statutory Dues	-	0.01
	- Bank charges	0.07	0.08
		0.07	120.14
21	DEPRECIATION AND AMORTISATION EXPENSES	For the year ended March 31, 2024	For the year ended March 31, 2023
	Depreciation on Tangible Assets (Refer Note 3)	378.68	377.47
		378.68	377.47
22	OTHER EXPENSES	For the year ended March 31, 2024	For the year ended March 31, 2023
	Rent, Rates & Taxes	10.20	10.50
	Fees and subscription	0.40	3.24
	Travelling & Conveyance expenses	8.90	3.19
	Communication expenses	0.88	0.77
	Advertisement & Publicity	0.08	-
	Car Running & Maint. expenses	0.82	1.18
	Operation & Maintenance Expenses (Ref. Note 35)	109.44	-
	Insurance Charges	21.83	20.23
	Repair & Maintenance (Ref. Note 35)	527.15	1.17
	Legal & Professional Charges	76.49	102.41
	Printing & Stationery	1.71	1.84
	Payment to auditor (Refer Note (I) Below)	9.71	9.73
	Electricity Expenses	1.48	1.50



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Standalone Financial Statements for the year ended March 31, 2024****(₹ in Lakhs)**

	Donations	120.15	-
	Contribution made to political party*	250.00	-
	Expected credit loss-related party	4.27	-
	Bad debts written off**	-	1,270.20
	Miscellaneous expenses	147.35	5.67
	Fair value of investments	-	(0.04)
		1,290.86	1,431.59
	*Contribution made to Bharatiya Janta Party		
	**During the financial year 2022-23 Net off of ECL provision of ₹2,770.97 Lakhs).		
	Notes :-		
	(I) Payment to statutory auditors comprise (including indirect tax):		
	Payment to auditor:	For the year ended March 31, 2024	For the year ended March 31, 2023
	- Audit fee	5.90	5.90
	- Fees for certification	3.54	3.54
	- Out of pocket expenses	0.27	0.29
		9.71	9.73
23	INCOME TAX EXPENSE		
	Income tax recognised in profit and loss		
	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
	a) Current tax	-	-
	b) Deferred tax	(69.39)	(1,973.03)
	c) Tax related to earlier years	-	18.47
	Total Income tax expenses recognised in the current year	(69.39)	(1,954.56)
24	OTHER COMPREHENSIVE INCOME	For the year ended March 31, 2024	For the year ended March 31, 2023
	Items that will not be reclassified to profit or loss		
	- Remeasurements of the defined benefit plans	0.32	(12.87)
		0.32	(12.87)
25	EARNING PER SHARE	For the year ended March 31, 2024	For the year ended March 31, 2023
	(a) Profit/(Loss) from total operation attributable to equity shareholders (₹ in Lakhs)	9,312.84	7,444.51
	(b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (in Lakhs)	1,657.59	1,657.59
	Earning Per share - Basic (₹) (a/b)	5.62	4.49
	Earning per share - Diluted (₹) (a/b)	5.62	4.49
	Face value per share (₹)	10.00	10.00



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024****26. Segment Reporting**

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the standalone financial statements.

Revenue of the company is majorly from sale of power to only one customer.

27. Contingent Liabilities and Commitments (to the extent not provided for)**(₹ In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
(a) Claims against the Company not acknowledged as debt	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable:-		
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited. (BGWPL)*	-	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited. (BGWPL)**	-	4,300.00
Corporate Guarantee in favour of HDFC Bank Limited for term loan availed by Replus Engitech Private Limited. (REPL)***	3,185.15	-
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Limited (BGEL) ****	3,000.00	3,000.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJ Power Venture Limited (LNJPVL) *****	1,000.00	1,000.00

*The Company has provided corporate guarantee in favour of Raghav Commercial Limited for the term loan availed by erstwhile wholly owned subsidiary company M/s BG Wind Power Limited, however the corporate guarantee has been withdrawn with effect from 06th April 2023 (Ref. Note 34).

**The Company has provided corporate guarantee in favour of Purvi Vanijya Niyojan Limited for the term loan availed by erstwhile wholly owned subsidiary company M/s BG Wind Power Limited, however the corporate guarantee has been withdrawn with effect from 06th April 2023 (Ref. Note 34).

***The Company has provided corporate guarantee in favour of HDFC Bank Limited for the term loan of ₹9,800.00 Lakhs (previous year ₹Nil) availed by its subsidiary company M/s. Replus Engitech Private Limited. The amount of ₹3,185.15 Lakhs is the loan availed by Replus Engitech Private Limited and outstanding as on 31st March 2024

Share Purchase Agreement between the company and M/s Hero Wind Energy Private Limited

****The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero, the indemnity value as on date is ₹3,000.00 Lakhs.

*****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJ Power Ventures Limited (LNJPVL). In SPA, company has given indemnity to Hero, the indemnity value as on date is ₹1,000.00 Lakhs.

Note- In the case of all above 3 Corporate Guarantee/Indemnity, the loss allowance is estimated to be nil, hence the financial guarantee is not recognised in the books.



Bhilwara Energy Limited

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Notes to the Financial Statements for the year ended March 31, 2024

28. Other disclosures

Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the year 2017-2018, the company has entered into share purchase agreement with its joint venture partner M/s Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ₹625.00 Lakhs (Nepali 100,093,750) as against its total investment of ₹1,600.00 Lakhs. The due date for sale was 30th June 2018, which was extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party. The transaction of sale of share of Balephi has not yet materialized.

Thereafter, the Company has made a total impairment of ₹1,471.61 Lakhs (Previous year impairment of ₹1471.61 Lakhs) for diminution in value of investments.

29. The company is operating 14 MW (7 WTGs of 2 MW each) wind power project in Maharashtra since March 2014. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

30. Related Party Disclosures

- a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

(i) Malana Power Company Limited (MPCL)	- Subsidiary
(ii) AD Hydro Power Limited (ADHPL)	- Subsidiary of Subsidiary(MPCL)
(iii) Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
(iv) Replus Engitech Private Limited. (REPL)	- Subsidiary (w.e.f 06 th March 2023)
(v) NJC Hydro Power Limited (NHPL)	- Subsidiary
(vi) Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
(vii) BG Wind Power Limited. (BGWPL)	- Subsidiary (up to 05 th April 2023)
(viii)Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary

- b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture

(i) HEG Limited

- c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual

- (i) Mr. Ravi Jhunjunwala
(ii) Mr. Riju Jhunjunwala
(iii) Mr. Rishabh Jhunjunwala

- d) Key Managerial Personnel and their relatives

(i) Mr. Ravi Jhunjunwala	- Chairman
(ii) Mr. Riju Jhunjunwala	- Managing Director
(iii) Mr. Rishabh Jhunjunwala	- Managing Director
(iv) Dr. Kamal Gupta	- Director
(v) Ms. Niharika Bindra	- Director
(vi) Mr. Krishna Prasad	- Chief Financial Officer
(vii) Mr. Ravi Gupta	- Company Secretary

- e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence

- (i) RSWM Limited
(ii) HEG Limited



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024**(iii) BG Wind Power Limited (BGWPL) w.e.f 06th April 2023

(iv) BSL Limited (BSL)

The following transactions were carried out with the related parties in the ordinary course of business:-

(₹ in Lakhs)

i) Parties referred to in item (a) above Investment as at year end	As at March 31, 2024	As at March 31, 2023
Equity shares in Malana Power Company Limited	18,103.38	18,103.38
Equity shares in Indo Canadian Consultancy Services Limited	459.82	459.82
Equity shares in NJC Hydro Power Limited	10,000.00	10,000.00
Equity shares in BG Wind Power Limited	-	500.00
Equity shares in Balephi Jalvidhyut Company Limited, Nepal	1,600.00	1,600.00
Equity shares in Chango Yangthang Hydro Power Limited	3,000.00	3,000.00
Equity shares in Replus Engitech Private Limited	2,740.38	2,000.00

Guarantees given by the company	As at March 31, 2024	As at March 31, 2023
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited*	-	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited*	-	4,300.00
Corporate Guarantee in favour of HDFC Bank Limited for term loan availed by Replus Engitech Private Limited.	9,800.00	-

*On transfer of equity investment in M/s BG Wind Power Limited to RSWM Limited on dated 6th April 2023, the Corporate Guarantee is no longer subsist pursuant to quadripartite agreement executed amongst the company, BG Wind Power Limited and lenders of BG Wind Power Limited.

Loans & Advances at the year end	As at March 31, 2024	As at March 31, 2023
Chango Yangthang Hydro Power Limited	973.74	933.85
NJC Hydro Power Limited	2,554.07	2,549.80
BG Wind Power Limited	4,993.55	4,550.45
Indo Canadian Consultancy Services Limited	65.23	46.00
Replus Engitech Private. Limited.	1,500.00	-
Total	10,086.59	8,080.10

Loans & advances for expenses given during the year to subsidiaries	As at March 31, 2024	As at March 31, 2023
Chango Yangthang Hydro Power Limited	39.89	38.44
BG Wind Power Limited	443.10	1,898.56
Indo Canadian Consultancy Services Limited	49.23	66.00
NJC Hydro Power Limited	4.27	3.00

Loans & advances received back including reimbursement of expenses during the year	As at March 31, 2024	As at March 31, 2023
Indo Canadian Consultancy Services Limited	30.00	20.00



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024**

Interest received from subsidiary companies during the year	As at March 31, 2024	As at March 31, 2023
Interest on loan given to Indo Canadian Consultancy Services Limited	5.52	0.41
Interest on loan given to Replus Engitech Pvt. Ltd.	82.48	-

Expenses / deposit paid to subsidiary companies during the year	As at March 31, 2024	As at March 31, 2023
Reimbursement of salary / other employee benefit expenses (CEO and his PA) to MPCL	101.04	91.24
Reimbursement of Common Expenses by BEL to MPCL	-	0.65
Loan write off of NJC Hydro Power Limited	-	4,041.17

ii) Persons referred to in (c) & (d)	As at March 31, 2024	As at March 31, 2023
Salaries and perquisite paid/payable during the year to Mr. Riju Jhunjhunwala	332.03	98.30
Salaries and perquisite paid/payable during the year to Mr. Rishabh Jhunjhunwala	380.15	98.30
Salaries and perquisite paid/payable during the year to Mr. Krishna Prasad	38.34	32.87
Salaries and perquisite paid/payable during the year to Mr. Ravi Gupta	48.04	40.83

Outstanding from Persons referred to in (c) & (d)	As at March 31, 2024	As at March 31, 2023
Mr. Krishna Prasad- Home Loan	-	0.17

Security Deposit / Advance from Persons referred to in (c) & (d)	As at March 31, 2024	As at March 31, 2023
Mr. Krishna Prasad-Security Deposit for Car	5.60	5.23
Mr. Ravi Gupta-Security Deposit for Car	4.43	4.34

iii) Expenses during the year from the enterprises over which any person described in (c) or (d) is able to exercise significant influence	As at March 31, 2024	As at March 31, 2023
Rent paid to RSWM Limited	7.40	7.16
Reimbursement of common expenses to RSWM Limited	6.21	5.02
Reimbursement of staff welfare expenses paid to RSWM Limited	4.54	2.54
Reimbursement of staff welfare expenses by BSL Limited	0.31	0.44
Reimbursement of medical insurance expenses to HEG Limited	3.94	2.71



Compensation of Key Managerial Personnel#

Particulars	As at March 31, 2024 (₹ In Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	324.83	372.95	43.76	35.06	776.60
Defined Contribution Plan					
- PF	7.20	7.20	2.34	1.79	18.53
- NPS	-	-	1.95	1.49	3.44
Total	332.03	380.15	48.05	38.34	798.57

Particulars	As at March 31, 2023 (₹ In Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	91.78	91.78	37.09	29.97	250.62
Defined Contribution Plan					
- PF	6.52	6.52	2.04	1.58	16.66
- NPS	-	-	1.70	1.32	3.02
Total	98.30	98.30	40.83	32.87	270.30

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS 19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

31. Employee benefits plan

A. Defined contribution plan

Particulars	As at March 31, 2024	As at March 31, 2023
Employer's Contribution to provident fund	18.53	16.66
Employer's Contribution to NPS fund	3.44	3.02
Total	21.97	19.68

B. Gratuity (unfunded)

Economic Assumptions	31-Mar-24	31-Mar-23
i) Discounting Rate	7.21 P.A.	7.48 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumption	31-Mar-24	31-Mar-23
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
iii) Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 Years	1.00%	1.00%



Bhilwara Energy Limited

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Notes to the Financial Statements for the year ended March 31, 2024

		(₹ In Lakhs)	
1	Assets / Liability	31-Mar-24	31-Mar-23
A	Present value of obligation	98.39	86.27
B	Fair value of plan assets	-	-
	Net assets / (liability) recognized in balance sheet as provision	(98.39)	(86.27)
Date Ending		31-Mar-24	31-Mar-23
Present value of obligation as at the end of the period		98.39	86.27
2	Service Cost	31-Mar-24	31-Mar-23
a)	Current Service Cost	5.99	5.54
b)	Past Service Cost including curtailment Gains/Losses	-	-
c)	Gains or Losses on Non routine settlements	-	-
	Total Service Cost	5.99	5.54
3	Net Interest Cost	31-Mar-24	31-Mar-23
a)	Interest Cost on Defined Benefit Obligation	6.45	4.66
b)	Interest Income on Plan Assets	-	-
	Net Interest Cost (Income)	6.45	4.66
4	Change in Benefit Obligation	31-Mar-24	31-Mar-23
a)	Present value of obligation as at the beginning of the period	86.27	63.20
b)	Acquisition adjustment	-	-
c)	Interest Cost	6.45	4.66
d)	Service Cost	5.99	5.54
e)	Past Service Cost including curtailment Gains/Losses	-	-
f)	Benefits Paid	-	-
g)	Total Actuarial (Gain)/Loss on Obligation	(0.32)	12.87
	Present value of obligation as at the End of the period	98.39	86.27
5	Bifurcation of Actuarial Gain/Loss on Obligation	31-Mar-24	31-Mar-23
a)	Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
b)	Actuarial (Gain)/Loss on arising from Change in Financial Assumption	3.35	(1.29)
c)	Actuarial (Gain)/Loss on arising from Experience Adjustment	(3.67)	14.16
6	Actuarial Gain/Loss on Plan Asset	31-Mar-24	31-Mar-23
a)	Expected Interest Income	-	-
b)	Actual Income on Plan Asset	-	-
	Actuarial gain /(loss) for the year on Asset	-	-
7	Balance Sheet and related analysis	31-Mar-24	31-Mar-23
a)	Present Value of the obligation at end	98.39	86.27
b)	Fair value of plan assets	-	-
	Unfunded Liability/provision in Balance Sheet	(98.39)	(86.27)
8	The amounts recognized in the income statement.	31-Mar-24	31-Mar-23
a)	Total Service Cost	5.99	5.54
b)	Net Interest Cost	6.45	4.66
	Expense recognized in the Income Statement	12.44	10.20



Bhilwara Energy Limited

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Notes to the Financial Statements for the year ended March 31, 2024

(₹ In Lakhs)

9	Other Comprehensive Income (OCI)	31-Mar-24	31-Mar-23
a)	Net cumulative unrecognized actuarial gain/(loss) opening	-	-
b)	Actuarial gain / (loss) for the year on PBO	0.32	(12.87)
c)	Actuarial gain /(loss) for the year on Asset	-	-
	Unrecognized actuarial gain/(loss) for the year	0.32	(12.87)

10	Change in plan assets	31-Mar-24	31-Mar-23
a)	Fair value of plan assets at the beginning of the period	-	-
b)	Actual return on plan assets	-	-
c)	Employer contribution	-	-
d)	Benefits paid	-	-
	Fair value of plan assets at the end of the period	-	-

11	Major categories of plan assets (as percentage of total plan assets)	31-Mar-24	31-Mar-23
a)	Government of India Securities	-	-
b)	State Government securities	-	-
c)	High Quality Corporate Bonds	-	-
d)	Equity Shares of listed companies	-	-
e)	Funds Managed by Insurer	-	-
f)	Bank Balance	-	-
	Total	-	-

12	Change in Net Defined Benefit Obligation	31-Mar-24	31-Mar-23
a)	Net defined benefit liability at the start of the period	86.27	63.20
b)	Acquisition adjustment	-	-
c)	Total Service Cost	5.99	5.54
d)	Net Interest cost (Income)	6.45	4.66
e)	Re-measurements	(0.32)	12.87
f)	Contribution paid to the Fund	-	-
g)	Benefit paid directly by the enterprise	-	-
	Net defined benefit liability at the end of the period	98.39	86.27

13	Bifurcation of PBO at the end of year in current and non-current	31-Mar-24	31-Mar-23
a)	Current liability (Amount due within one year)	1.94	1.77
b)	Non-Current liability (Amount due over one year)	96.45	84.50
	Total PBO at the end of year	98.39	86.27

14	Expected contribution for the next Annual reporting period	31-Mar-24	31-Mar-23
a)	Service Cost	6.66	6.18
b)	Net Interest Cost	7.09	6.45
	Expected Expense for the next annual reporting period	13.75	12.63

15	Sensitivity Analysis of the defined benefit obligation	
a)	Impact of the change in discount rate	31-Mar-24
	Present Value of Obligation at the end of the period	98.39
a)	Impact due to increase of 0.50%	(6.09)
b)	Impact due to decrease of 0.50 %	6.58



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024**

		(₹ In Lakhs)
b)	Impact of the change in salary increase	31-Mar-24
	Present Value of Obligation at the end of the period	98.39
a)	Impact due to increase of 0.50%	6.66
b)	Impact due to decrease of 0.50 %	(6.21)

16	Maturity Profile of Defined Benefit Obligation	31-Mar-24
a)	0 to 1 Year	1.94
b)	1 to 2 Year	1.60
c)	2 to 3 Year	1.61
d)	3 to 4 Year	1.62
e)	4 to 5 Year	1.32
f)	5 to 6 Year	1.34
g)	6 Year onwards	88.96

C. Leave Encashment (Unfunded)

Economic Assumptions	31-Mar-24	31-Mar-23
i) Discounting Rate	7.21 P.A.	7.48 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumptions	31-Mar-24	31-Mar-23
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012 - 14)	100 % of IALM (2012 - 14)
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%
iv) Leave		
Leave Availment Rate	2.50%	2.50%
Leave Lapse rate while in service	Nil	Nil
Leave Lapse rate on exit	Nil	Nil
Leave encashment Rate while in service	Nil	Nil

1	Assets / Liability	31-Mar-24	31-Mar-23
A	Present value of obligation	52.50	48.11
B	Fair value of plan assets	-	-
	Net assets / (liability) recognized in balance sheet as provision	(52.50)	(48.11)

Date Ending	31-Mar-24	31-Mar-23
Present value of obligation as at the end of the period	52.50	48.11

2	Service Cost	31-Mar-24	31-Mar-23
a)	Current Service Cost	3.58	3.51
b)	Past Service Cost including curtailment Gains/Losses	-	-
c)	Gains or Losses on Non routine settlements	-	-
	Total Service Cost	3.58	3.51



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Notes to the Financial Statements for the year ended March 31, 2024

(₹ in Lakhs)

3	Net Interest Cost	31-Mar-24	31-Mar-23
a)	Interest Cost on Defined Benefit Obligation	3.60	2.18
b)	Interest Income on Plan Assets	-	-
	Net Interest Cost (Income)	3.60	2.18

4	Table showing Change in Benefit Obligation	31-Mar-24	31-Mar-23
a)	Present value of obligation as at the beginning of the period	48.11	29.62
b)	Acquisition adjustment	-	-
c)	Interest Cost	3.60	2.18
d)	Service Cost	3.58	3.51
e)	Past Service Cost including curtailment Gains/Losses	-	-
f)	Benefits Paid	-	-
g)	Total Actuarial (Gain)/Loss on Obligation	(2.79)	12.80
	Present value of obligation as at the End of the period	52.50	48.11

5	Actuarial Gain/Loss on Obligation	31-Mar-24	31-Mar-23
a)	Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
b)	Actuarial (Gain)/Loss on arising from Change in Financial Assumption	1.79	(0.68)
	Actuarial (Gain)/Loss on arising from Experience Adjustment	(4.58)	13.48

6	Actuarial Gain/Loss on Plan Asset	31-Mar-24	31-Mar-23
a)	Expected Interest Income	-	-
b)	Actual Income on Plan Asset	-	-
	Actuarial gain /(loss) for the year on Asset	-	-

7	Balance Sheet and related analysis	31-Mar-24	31-Mar-23
a)	Present Value of the obligation at end	52.50	48.11
b)	Fair value of plan assets	-	-
	Unfunded Liability/provision in Balance Sheet	(52.50)	(48.11)

8	The amounts recognized in the income statement.	31-Mar-24	31-Mar-23
a)	Total Service Cost	3.58	3.51
b)	Net Interest Cost	3.60	2.18
c)	Net actuarial (gain) / loss recognized in the period	(2.79)	12.80
	Expense recognized in the Income Statement	4.39	18.49

9	Change in plan assets	31-Mar-24	31-Mar-23
a)	Fair value of plan assets at the beginning of the period	-	-
b)	Actual return on plan assets	-	-
c)	Employer contribution	-	-
d)	Benefits paid	-	-
	Fair value of plan assets at the end of the period	-	-



Bhilwara Energy Limited

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Notes to the Financial Statements for the year ended March 31, 2024

(₹ in Lakhs)

10	Major categories of plan assets (as percentage of total plan assets)	31-Mar-24	31-Mar-23
a)	Government of India Securities	-	-
b)	State Government securities	-	-
c)	High Quality Corporate Bonds	-	-
d)	Equity Shares of listed companies	-	-
e)	Funds Managed by Insurer	-	-
f)	Bank Balance	-	-
	Total	-	-

11	Change in Net Defined Benefit Obligation	31-Mar-24	31-Mar-23
a)	Net defined benefit liability at the start of the period	48.11	29.62
b)	Acquisition adjustment	-	-
c)	Total Service Cost	3.58	3.51
d)	Net Interest cost (Income)	3.60	2.18
e)	Re-measurements	(2.79)	12.80
f)	Contribution paid to the Fund	-	-
g)	Benefit paid directly by the enterprise	-	-
	Net defined benefit liability at the end of the period	52.50	48.11

12	Bifurcation of PBO at the end of year in current and non-current	31-Mar-24	31-Mar-23
a)	Current liability (Amount due within one year)	1.06	1.01
b)	Non-Current liability (Amount due over one year)	51.44	47.10
	Total PBO at the end of year	52.50	48.11

13	Expected contribution for the next Annual reporting period	31-Mar-24	31-Mar-23
a)	Service Cost	3.83	3.75
b)	Net Interest Cost	3.79	3.60
	Expected Expense for the next annual reporting period	7.62	7.35

14	Sensitivity Analysis of the defined benefit obligation	31-Mar-24
a)	Impact of the change in discount rate	
	Present Value of Obligation at the end of the period	52.50
a)	Impact due to increase of 0.50%	(3.23)
b)	Impact due to decrease of 0.50 %	3.43
b)	Impact of the change in salary increase	
	Present Value of Obligation at the end of the period	52.50
a)	Impact due to increase of 0.50%	3.49
b)	Impact due to decrease of 0.50 %	(3.26)

15	Maturity Profile of Defined Benefit Obligation	31-Mar-24
a)	0 to 1 Year	1.06
b)	1 to 2 Year	0.86
c)	2 to 3 Year	0.87
d)	3 to 4 Year	0.87
e)	4 to 5 Year	0.72
f)	5 to 6 Year	0.72
g)	6 Year onwards	47.40



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024****32. Financial risk management and objective policies**

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:-

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2024 and March 31, 2023.

1) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

Particulars	As at March 31, 2024	As at March 31, 2023
Variable rate borrowings	-	-
Fixed rate borrowings	-	-
Total	-	-

ii. Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant.

The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2024 and March 31, 2023.

Particulars	As at March 31, 2024	As at March 31, 2023
Effect on Profit if Interest Rate - increases by 25 basis points	-	-
Effect on Profit if Interest Rate - decrease by 25 basis points	-	-

2) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any interest risk exposure as on 31st March 2024 as there is no outstanding borrowing as on 31st March 2024.

3) Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the group and the company doesn't deal in commodities.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024****4) Credit risk**

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

Particulars	As at March 31, 2024 (₹ In Lakhs)			As at March 31, 2023 (₹ In Lakhs)		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	7.00	-	7.00	7.00	-	7.00
Loan to related party	10,086.59	7.27	10,079.32	7,631.32	3.00	7,628.32
Loan to employees	-	-	-	0.17	-	0.17
Interest accrued on loan to related party	11.23	-	11.23	-	-	-
Interest accrued on bank deposit	104.76	-	104.76	1.76	-	1.76
GBI claim receivables	8.68	-	8.68	4.01	-	4.01
Trade receivables	229.54	-	229.54	309.22	-	309.22
Cash and Cash Equivalents	45.31	-	45.31	58.57	-	58.57
Fixed deposits	8,110.00	-	8,110.00	550.00	-	550.00
Unbilled revenue	44.41	-	44.41	46.34	-	46.34

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customer which is state government run power utility majors. Hence company has not provided for any discounting on time value of money.

b) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.



Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Financial Statements for the year ended March 31, 2024

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2024

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (₹ In Lakhs)
Security deposits from employees	0.09	0.09	1.91	5.38	4.75	12.22
Trade payable	123.39	-	-	-	-	123.39
Other payable	1.06	-	-	-	-	1.06
Salary payable	457.30	-	-	-	-	457.30

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2023

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (₹ In Lakhs)
Security deposits from employees	0.22	0.44	0.44	5.02	3.87	9.99
Trade payable	15.70	-	-	-	-	15.70
Other payable	4.92	-	-	0.22	-	5.14
Salary payable	1.40	-	-	-	-	1.40

33. Financial instruments- accounting classification and fair value measurement

Particulars	As at March 31, 2024 (₹ In Lakhs)		As at March 31, 2023 (₹ In Lakhs)	
	Amortised cost / Carrying Amount	Fair Value	Amortised cost / Carrying Amount	Fair Value
Financial assets				
Security deposits	7.00	7.00	7.00	7.00
Loan to related party	10,079.32	10,079.32	7,628.32	7,628.32
Loan to employees	-	-	0.17	0.17
Interest accrued on loan to related party	11.23	11.23	-	-
Interest accrued on bank deposit	104.76	104.76	1.76	1.76
GBI claim receivables	8.68	8.68	4.01	4.01
Trade receivables	229.55	229.55	309.22	309.22
Cash and Cash Equivalents	45.31	45.31	58.57	58.57
Fixed deposit	8,110.00	8,110.00	550.00	550.00
Unbilled revenue	44.41	44.41	46.34	46.34
Total Financial Assets	18,640.26	18,640.26	8,605.39	8,605.39
Financial Liabilities				
Security deposits from employees	12.22	12.22	9.99	9.99
Trade payable	123.39	123.39	15.70	15.70
Other payable	458.37	458.37	6.54	6.54
Total Financial Liabilities	593.98	593.98	32.23	32.23



34. The 100% shares of BG Wind Power Limited (erstwhile wholly owned subsidiary) held by the company has been transferred to RSWM Limited on 06th April 2023.

The Quadripartite Agreement was executed amongst BG Wind Power Limited (BG Wind), its term loan lenders and the company, the effective date of the said agreement is from the date of transfer of the equity shares of BG Wind to M/s RSWM Limited. BG Wind has also entered into long term PPA with RSWM for sale of power under captive mechanism. The Quadripartite Agreement was executed in order to revive BG Wind so that not only BG Wind is able to run its operation smoothly but also to secure the interest of all the stakeholders.

As per the agreement, terms and conditions subject to which loan was granted by BG Wind's term loan lenders and the company, was amended and is agreed to be paid as per waterfall mechanism mentioned in the said agreement with priority to term loan lenders. A priority right is also provided in the said agreement, whereby the company (BEL) shall have first right over the amount of unbilled revenue to be received by BG Wind from Discom. The interest bearing loan amount provided by the company to BG Wind after 6th April 2023 will also have priority of repayment as well as interest. As per agreed terms, both the unbilled revenue and loan amount given after 6th April 2023 shall be out of waterfall mechanism of the Quadripartite Agreement and therefore, the company has shown ₹1267.02 Lakhs (to the extent of Unbilled revenue in BG Wind) and interest bearing loan of ₹403.03 Lakhs as current portion.

In pursuance to the agreement as mentioned above, the company has also adjusted the fair value of loan under the head "Investment" by reinstating the original loan amount.

35. During the current year, the company has terminated the existing O&M agreement with respect to O&M of WTGs and appointed a new O&M operator and entrusted with task of restoration of breakdown WTGs as well. Pursuant to this, the company has booked expenditure on account of O&M and Repair and Maintenance. The company has also filed insurance claim against machinery breakdown and generation loss, the claim of which is yet to be assessed by insurance company, therefore not accounted for in the current year.
36. The provision of Corporate Social Responsibility (CSR) as mentioned in section 135 of the Companies Act, 2014 read with Companies (Corporate Social Responsibility Policy) Rules 2014 as amended are not applicable on the company.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024****37. Additional Regulatory Information****Following Ratios to be disclosed:-**

Ratio	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	24.36	155.15	Due to provision of employees benefit resulting into major impact
(b) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	-	2.42	N A
(c) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	56.18%	44.91%	Receipt of Dividend from subsidiary resulting into major impact
(d) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	0.94	0.53	Realisation of the debtors resulting into major impact
(e) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	2.39	3.87	Repair & Maintenance of the WTGs resulting into major impact
(f) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Current Assets minus Current Liabilities)	0.08	0.16	Due to increase in deposit account, receipt of dividend
(g) Net profit ratio, (in %)	Profit for the year	Revenue from operations	1034.12%	605.14%	Receipt of Dividend from subsidiary resulting into major impact
(h) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	18.34%	18.25%	The change in ratio is less than 25%

38. Capital management**a) Risk management**

The Company's objective when managing capital is to:-

- (i) Safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) Maintain an optimal capital structure to reduce the cost of capital



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Financial Statements for the year ended March 31, 2024**

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during the year 2023-24 and 2022-23 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(₹ In Lakhs)		
Particulars	As at March 31, 2024	As at March 31, 2023
Net Debt	-	-
Total equity	50,765.48	41,452.32
Net Debt to Equity Ratio	-	-

Loan covenants

There are no loan outstanding and hence not applicable.

39. Other Statutory Information:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (x) There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.
- (xi) The Group does not have any Core Investment Company ('CIC') as part of the group in India.
- (xii) The Company has maintained proper books of accounts as required by law and the backup of such books of accounts maintained in Navision in electronic mode are maintained on server located in India.



Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Financial Statements for the year ended March 31, 2024

- (xiii) Ministry of Corporate Affairs (MCA) vide its notification number G.S.R. 206(E) dated March 24, 2021 (amended from time to time) in reference to the proviso to Rule 3(1) of the Companies (Accounts) Amendment Rules, 2021, introduced the requirement of only using such accounting software w.e.f April 01, 2023 which has a feature of recording audit trail of each and every transaction.

The Company used accounting software for maintenance its books of account, which has a feature of recording audit trail facility at application level of the said software.

During such period, audit trail feature has operated effectively for the software and there were no instance of audit trail feature being tempered with.

40. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year classification/disclosure.

Signed in terms of our report of even date

For Doogar & Associates

Chartered Accountants

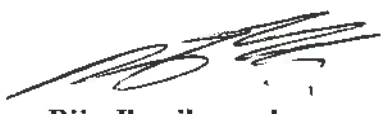
Firm Regn. No: 000561N


Mukesh Goyal
Partner
Membership No. 081810



For and on behalf of Board of Directors of
Bhilwara Energy Limited


Ravi Jhunhunwala
Chairman
DIN: 00060972


Riju Jhunhunwala
Managing Director
DIN: 00061060

Place: Noida

Date : May 15, 2024


Krishna Prasad
Chief Financial Officer


Ravi Gupta
Company Secretary
M. No. F5731

DOOGAR & ASSOCIATES

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF Bhilwara Energy Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Bhilwara Energy Limited** (hereinafter referred to as "the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2024, and their consolidated profit, consolidated total comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Material Uncertainty Related to Going Concern

In Subsidiary Chango Yangthang Hydro Power Limited

We draw attention to Note-41(vii) regarding the Board of director's decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to delay and uncertainty in project execution and long delay in Government approvals and licenses lapse, the company has written off Capital Work in progress during the year 2017-18 amounting to ₹2713.18 lacs. These events or conditions, along with other matters as mentioned indicate that there exists material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern since the company was incorporated as a Special Purpose Vehicle for this particular project.

Our opinion is not modified in respect of this matter.



Emphasis of Matter**In Subsidiary Malana Power Company Limited**

We draw attention to Note 37I(ii)(b) of the standalone financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL).

In Subsidiary NJC Hydro Power Limited

We draw attention to Note-41(vi)(a) to the accompanying statement, the project of NHPL was on hold for quite some time due to suspension of environment clearance by Hon'ble National Green Tribunal and thereafter Wildlife Institute of India (WII) in its report has mentioned that project could not be undertaken at the project site.

As per directions of Hon'ble Supreme Court, arbitration notice was sent to Government of Arunachal Pradesh (GoAP) and have also indicated the name of arbitrator. Simultaneously, efforts were initiated to settle the issue by mutual negotiations.

As the project is not doable anymore, NHPL has decided not to implement the project and sought the refund of upfront premium of ₹ 2546.80lacs from GoAP invoking the clauses of MoA and presently the matter is under litigation with GoAP.

Accordingly, the Board of Directors of NHPL on dated 15th June, 2022 decided to write-off Capital Work-in-Progress (CWIP) including pre-operative expenses net of waiver of loan from Parent Company (Bhilwara Energy Limited (BEL)) and charged to the statement of profit & loss during the financial year 2022-23, except the upfront premium paid.

In Subsidiary Chango Yangthang Hydro Power Limited

We draw attention to Note-41(vii-b), the company has filed a letter for surrender of Chango Yangthang HEP (180MW) project in Himachal Pradesh and asked for the refund of Upfront premium of ₹ 3789.45 lacs and Security Deposit of ₹180 lacs with interest since the project is not executable purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP has formed a committee to deal with the issues of various projects which includes ChangoYangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed, in which the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW ChangoYangthang HEP and refused to co-operate on the issue of development of any project. During the meeting called for by the committee, CHYPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

In View of this, the company has reiterated its demand for refund of money along with the Interest and the management is confident of recovering the Upfront Fees and Security Deposit paid on account of surrender of project, in full. The upfront fee and security deposit as mentioned above have been grouped under Other Non-Current Assets (Note-13) and Non-Current (Other financial Assets)- Security Deposit (Note-11) respectively.

Our opinion is not modified in respect of the matters above.



Other Matters

We did not audit the Ind AS financial statements of 6 Subsidiaries including a step-down subsidiary, whose financial statements reflect total assets of ₹285064.06lacs as at 31st March, 2024, total revenues of ₹48614.01lacs and net cash flows amounting to ₹9505.27lacs for the year ended on March 31, 2024, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and financial statements certified by the Management.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent Company's Board of Directors is responsible for the other information. The other information comprises the Director's report but does not include the consolidated financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Grouping accordance with the Ind AS and other accounting principles generally accepted in India. The Board of Directors of the companies of the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from



material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the entities included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The respective Boards of Directors of the entities included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Undersection 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.



Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent Company and other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements
- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Parent as on 31st March, 2024 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of subsidiary companies, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of Group.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary companies, the remuneration paid by the Parent such subsidiary company to their respective directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with



DOOGAR & ASSOCIATES

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Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note-37 to the Consolidated Ind AS financial statements.
- ii. The Group does not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent Company and its subsidiary companies incorporated in India.
- iv)
 - (a) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief as disclosed in note 54(vii). to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief as disclosed in note 54(viii). to the consolidated financial statements, no funds have been received by the Parent or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v) The Parent Company has not declared or paid any dividend during the year and has not proposed final dividend for the year. The interim dividend declared and paid by the subsidiary company during the year is in accordance with section 123 of the act.
- vi) Based on our examination and the reports of the statutory auditors of subsidiary companies incorporated in India, which included test check, the parent and its



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subsidiaries have used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility at the application level and the same has operated throughout the year for all relevant transactions recorded in the software.

In the absence of sufficient appropriate evidence in respect of audit trail feature at the database level, we are unable to comment whether audit trail feature of the said software at database level was enabled and operated throughout the year to log direct data changes in the software.

Further, where audit trail (edit log) facility was enabled and operated throughout the year for the said accounting software, we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and by the subsidiary auditor of respective company included in the consolidated financial statements to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in its CARO report except for comments on title deeds in a subsidiary company as refer to in our "Annexure B".

For Doogar & Associates

Chartered Accountants

Firm Regn. No. 000561N


Mukesh Goyal

Partner

Membership No. 081810

UDIN: **24081810BKFM0E5825**



Place: Noida, U.P.

Date: 15th May, 2024

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Our reporting on the internal financial controls over financial reporting is not applicable in respect of one audited subsidiary incorporated outside India.

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2024, we have audited the internal financial controls over financial reporting **Bhilwara Energy Limited** (hereinafter referred to as "the Parent") and its Six subsidiaries companies (including one step-down subsidiary, which are the Company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent company and its subsidiary company which is the company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent Company and its subsidiary company which is the company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent Company and its subsidiary company which is the company incorporated in India.



Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Parent Company and the subsidiary company, which is the company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 5 subsidiaries (including a step-down subsidiary), which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Doogar & Associates

Chartered Accountants

Firm Regn. No. 000561N


Mukesh Goyal

Partner

Membership No. 081810

UDIN: 240818106KFM8E5825

Place: Noida, U.P.

Date: 15th May, 2024

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

1) In case of subsidiary **AD Hydro Power Limited**

Clause (i)(c) :-

a) Title deeds of Immovable Properties not held in the name of AD Hydro Power Limited

Details of all the immovable properties (other than properties where ADHPL is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:

Description of property	As at the Balance sheet date (Amount in Rs. crores)	Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of Company
Freehold land located at Village Prini, District Kullu, Himachal Pradesh measuring 2.21 hectares	5.66	Various villagers	No	The land was purchased between 2005 to 2014. Mutation is pending as on March 31, 2024	We are informed that the land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. Further, additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of the company. The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Government and permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	1.39	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel



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Description of property	As at the Balance sheet date (Amount in Rs. crores)	Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of Company
measuring 0.5142 hectares					("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.



(₹ in Lakhs)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
I ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	3	1,30,717.23	1,38,221.56
(b) Capital work-in-progress	4	3,899.84	2,109.53
(c) Other intangible asset	5	157.83	19.34
(d) Intangible assets under development	6	212.34	47.86
(e) Goodwill		835.84	835.84
(f) Financial Assets			
(i) Trade Receivables	8	3,499.06	3,464.87
(ii) Loans	10	3,359.17	27.72
(iii) Others	11	3,423.83	2,615.83
(g) Non-Current Tax Assets	12	1,614.02	993.71
(h) Other non-current assets	13	6,364.32	6,609.11
		1,54,083.48	1,54,945.37
(2) Current Assets			
(a) Inventories	7	1,540.15	1,265.90
(b) Financial Assets			
(i) Trade Receivables	8	3,536.26	1,559.57
(ii) Cash and cash equivalents	9(a)	18,148.10	8,630.10
(iii) Bank balances other than (ii) and above	9(b)	23,399.60	14,846.98
(iv) Loans	10	1,715.11	39.60
(v) Others	11	276.15	1,298.58
(c) Current tax assets	12	13.65	20.36
(d) Other current assets	13	4,079.52	525.86
		52,708.54	28,186.95
Total Assets		2,06,792.02	1,83,132.32
II EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital	14	16,575.93	16,575.93
(b) Other Equity	15	93,664.10	78,032.51
Equity attributable to Equity shareholders		1,10,240.03	94,608.44
Non-Controlling Interest		75,157.18	73,468.55
Total Equity		1,85,397.21	1,68,076.99
(2) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	2,732.09	6,159.25
(ii) Lease liabilities	17	24.12	41.51
(b) Provisions	20	616.36	505.71
(c) Deferred Tax Liabilities (Net)	23	8,096.56	2,741.80
		11,469.13	9,448.27
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	548.03	486.53
(ii) Lease liabilities	17	17.39	17.60
(iii) Trade Payable	18		
- Total outstanding dues of micro enterprises and small enterprises		145.02	7.78
- Total outstanding dues of trade payable other than micro enterprises and small enterprises		3,803.72	3,370.47
(iv) Other Financial Liabilities	19	1,513.90	909.77
(b) Provisions	20	274.40	335.94
(c) Current Tax Liabilities	21	-	242.00
(d) Other Current Liabilities	22	3,623.22	236.97
		9,925.68	5,607.06
Total Equity and Liabilities		2,06,792.02	1,83,132.32

Material Accounting Policies

2

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For Doogar & Associates

Chartered Accountants

Firm Regn.No: 000561N

Mukesh Goyal

Partner

Membership No. 081810

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala

Chairman

DIN - 00060972

Riju Jhunjhunwala

Managing Director

DIN - 00061060

Krishna Prasad

Chief Financial Officer

Ravi Gupta

Company Secretary

M.No. F5731

Place: Noida (U.P.)

Date: May 15, 2024

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Consolidated Statement of Profit & Loss for the year ended March 31, 2024

(₹ in Lakhs)

Particulars	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
i Revenue From Operations	24	47,509.65	48,822.38
ii Other Income	25	8,223.31	1,785.22
iii Total Income		55,732.96	50,607.60
iv Expenses			
Transmission Charges	26	1,633.78	2,017.00
Cost of material consumed	27	1,301.82	6.16
Employee benefits expense	28	5,462.26	4,255.57
Finance costs	29	141.31	851.00
Depreciation/impairment and amortization expense	30	4,741.78	5,367.87
Other expenses	31	7,794.50	4,447.97
v Total Expenses		21,075.45	16,945.57
vi Profit/(loss) before tax		34,657.51	33,662.03
vii Tax Expense	32		
Current tax expenses		2,015.26	3,530.68
Deferred Tax		5,363.52	699.84
Tax related to previous year		(153.00)	(184.53)
MAT Credit utilised/(recognised) during the year		(14.70)	(8.82)
viii Total Tax Expense		7,211.08	4,037.17
ix Profit/(loss) for the year end		27,446.43	29,624.86
x Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	33		
- Re-measurement gains/(losses) on defined benefit plans		(47.16)	(60.11)
- Income Tax relating Re-measurement losses on defined benefit plans		8.49	8.60
xi Other Comprehensive Income/(Expense) for the year		(38.67)	(51.51)
xii Total comprehensive income for the year (Comprising Profit/Loss and Other comprehensive income for the year)		27,407.76	29,573.35
Profit for the year attributable to:-			
Owners of Bhilwara Energy Limited		16,240.48	15,746.38
Non-controlling interest		11,205.95	13,878.48
		27,446.43	29,624.86
Other comprehensive income/(expense) for the year attributable to:-			
Owners of Bhilwara Energy Limited		(20.04)	(31.42)
Non-controlling interest		(18.63)	(20.09)
		(38.67)	(51.51)
Total comprehensive income for the year attributable to:-			
Owners of Bhilwara Energy Limited		16,220.44	15,714.96
Non-controlling interest		11,187.32	13,858.39
		27,407.76	29,573.35
xiii Paid-up equity share capital (of ₹10.00 each fully paid)		16,575.93	16,575.93
xiv Other equity		93,664.12	78,032.51
xv Earnings per Equity Shares	34		
1) Basic (in ₹)		9.80	9.50
2) Diluted (in ₹)		9.80	9.50
Face value (in ₹)		10.00	10.00

Material Accounting Policies

2

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For Doogar & Associates

Chartered Accountants

Firm Regn.No. 000561N

Mukesh Goyal
Partner

Membership No. 081810

Place: Noida (U.P.)

Date: May 15, 2024

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala

Chairman

DIN - 00060972

Krishna Prasad

Chief Financial Officer

Riju Jhunjhunwala

Managing Director

DIN - 00061060

Ravi Gupta

Company Secretary

M.No. F5731

Consolidated Statement of Changes in Equity for the year ended March 31, 2024

a. Equity share capital							(₹ in Lakhs)
1 Current reporting period							
Particulars					No. of Shares	Amount	
Balance as at April 1, 2023					16,57,59,311	16,575.93	
Changes in equity share capital during the year					-	-	
Balance as at March 31, 2024					16,57,59,311	16,575.93	
2 Previous reporting period							
Particulars					No. of Shares	Amount	
Balance as at April 1, 2022					16,57,59,311	16,575.93	
Changes in equity share capital during the year					-	-	
Balance as at March 31, 2023					16,57,59,311	16,575.93	
b. Other equity							
1 Current reporting period							
Particulars	Reserves & Surplus				Total	Non-Controlling Interest	Total
	Capital Reserve	Capital Reserve on consolidation	Securities Premium	Surplus in Statement of Profit and Loss			
Balance as at April 1, 2023	599.19	13,995.04	41,641.56	21,796.72	78,032.51	73,468.55	1,51,501.06
Profit/(Loss) during the year	-	-	-	16,240.72	16,240.72	11,205.95	27,446.67
Deletion during the financial period	(589.07)	-	-	-	(589.07)	-	(589.07)
Interim dividend paid during the year	-	-	-	-	-	(9,758.82)	(9,758.82)
NCI of Replus Engitech Private Limited - on fresh issue of shares	-	-	-	-	-	260.13	260.13
Other comprehensive income during the year	-	-	-	(20.04)	(20.04)	(18.63)	(38.67)
Total	(589.07)	-	-	16,220.68	15,631.61	1,688.63	17,320.24
Balance as at March 31, 2024	10.12	13,995.04	41,641.56	38,017.40	93,664.12	75,157.18	1,68,821.30
2 Previous reporting period							
Particulars	Reserves & Surplus				Total	Non-Controlling Interest	Total
	Capital Reserve	Capital Reserve on consolidation	Securities Premium	Surplus in Statement of Profit and Loss			
Balance as at April 1, 2022	599.19	13,995.04	41,641.56	8,115.22	64,351.01	73,638.14	1,37,989.15
Profit/(Loss) during the year	-	-	-	15,746.38	15,746.38	13,878.48	29,624.86
Interim dividend paid during the year	-	-	-	-	-	(6,216.52)	(6,216.52)
Shares Purchased (MPCL)	-	-	-	-	-	(8,220.49)	(8,220.49)
Negative amount in equity of MPCL (additional amount given to IFC)	-	-	-	(2,033.46)	(2,033.46)	-	(2,033.46)
NCI of Replus Engitech Private Limited till 06 March 2023	-	-	-	-	-	409.03	409.03
Other comprehensive income during the year	-	-	-	(31.42)	(31.42)	(20.09)	(51.51)
Total	-	-	-	13,681.50	13,681.50	(169.59)	13,511.91
Balance as at March 31, 2023	599.19	13,995.04	41,641.56	21,796.72	78,032.51	73,468.55	1,51,501.06

Material Accounting Policies

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For Doogar & Associates

Chartered Accountants

Firm Regn.No: 000561N



Mukesh Goyal

Partner

Membership No. 081810



For and on behalf of the Board of Directors of

Bhilwara Energy Limited



Ravi Jhunjunwala

Chairman

DIN - 00060972



Krishna Prasad

Chief Financial Officer



Riju Jhunjunwala

Managing Director

DIN - 00061060



Ravi Gupta

Company Secretary

M.No. F5731

Place: Noida (U.P.)

Date: May 15, 2024

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Consolidated Cash Flow Statement for the year ended March 31, 2024

(₹ in Lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net operating profit/(loss) before tax	34,657.51	33,662.03
Depreciation of property plant and equipment	4,702.17	5,365.46
Amortisation of Intangible Assets	20.15	0.95
Depreciation of right-of-use asset	19.46	1.46
Provision no longer required written back	(9.28)	-
Gain on disposal of Property, plant and equipment	(8.53)	-
Provision for Gratuity and leave encashment	78.06	128.47
Finance cost	141.31	851.00
Claim for generation loss / PLF / machine availability	-	(572.32)
Interest Income	(2,538.62)	(1,094.42)
Impairment in value capital work-in-progress (CWIP)	-	2.34
Profit on sale of Investment	(5,666.88)	-
Bad debt written off	110.38	35.23
Fair valuation of Investment	-	0.08
	31,505.73	38,380.28
Working Capital Adjustments:		
Adjustments for (increase)/ decrease in Operating Assets		
(Increase) / Decrease in Non Current Financial Asset	(5,006.96)	3.22
(Increase) / Decrease in Non Current Other Financial Asset	(808.00)	(502.82)
(Increase) / Decrease in Non Current Tax Assets	(620.31)	301.40
(Increase) / Decrease in Other Non Current Asset	244.79	(2,776.37)
(Increase) / Decrease in Trade Receivables	(2,010.88)	1,658.90
(Increase) / Decrease in Inventories	(274.25)	(12.03)
(Increase) / Decrease in Current Other Financial Assets	1,022.43	6,328.98
(Increase) / Decrease in Other Current Assets	(3,553.66)	124.48
Adjustments for increase/ (decrease) in Operating Liabilities		
Increase / (Decrease) in Trade payable	570.49	1,254.75
Increase / (Decrease) in Current Other Financial Liabilities	604.13	(184.45)
Increase / (Decrease) in Other Current liabilities	3,386.25	(84.06)
Increase / (Decrease) in Lease liabilities	(17.60)	59.11
Increase / (Decrease) in Current Provision	(61.54)	105.19
Increase / (Decrease) in Non Current Provision	110.65	62.94
Increase / (Decrease) in Current Tax Liability	5,119.47	1,051.79
Cash flow (used) in/ from Operating Activities	30,210.74	45,771.31
Income tax paid (net of refund)	(1,606.68)	(1,758.60)
Net cash flow (used) in/ from Operating Activities	28,604.06	44,012.71
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and Equipment	(4,026.00)	(892.03)
Proceeds from fixed assets	65.27	0.20
Interest received	2,055.80	908.25
Fixed deposits placed during the year	(74,368.08)	3,081.16
Fixed deposits matured during the year	64,762.74	(8,570.81)
Net cash flow (used) in/ from Investing Activities	(11,510.27)	(5,473.23)
C. CASH FLOW FROM FINANCING ACTIVITIES		
(Repayment) Long-term borrowings during the year	(159.03)	(25,619.58)
Proceeds Long-term borrowings during the year	2,483.37	701.77
Payment of finance cost	(141.31)	(851.00)
Interim Dividend paid during the year - NCI	(9,758.82)	(6,216.52)
Net cash (used) in/ from Financing Activities	(7,575.79)	(31,985.33)



Net increase/(decrease) in Cash & Cash equivalent	9,518.00	6,554.15
Cash & Cash equivalent at the beginning of the year	8,630.10	2,075.95
Cash & Cash equivalent at the year ended	18,148.10	8,630.10

Material Accounting Policies

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For Doogar & Associates

Chartered Accountants

Firm Regn.No: 000561N


Mukesh Goyal

Partner

Membership No. 081810



Place: Noida (U.P.)

Date: May 15, 2024

For and on behalf of the Board of Directors of
Bhilwara Energy Limited



Ravi Jhunjhunwala
Chairman

DIN - 00060972


Riju Jhunjhunwala
Managing Director

DIN - 00061060



Krishna Prasad
Chief Financial Officer



Ravi Gupta
Company Secretary
M.No. F5731

Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****1. Corporate information**

Bhilwara Energy Limited-(BEL) is a public limited company incorporated on 17th May, 2006 under the Companies Act, 1956. BEL (holding company) together with its subsidiaries is hereinafter referred to as the 'Group'. Group is engaged in the establishment, operation and maintenance of power generating stations and tie- lines, sub-stations and main transmission lines connected therewith. Operation and maintenance of such power generating stations, tie-lines, sub- stations and main transmission lines as are assigned to it by the competent Government or Governments. Group has various projects under operation including 14 MW wind power project in Kolhapur (BEL), 86 MW hydro power project (MPCL), 192 MW Hydro power project (ADHPL).

The Board of Directors approved the consolidated financial statements for the year ended March 31, 2024 and authorised for issue on May 15, 2024.

The subsidiaries considered in the consolidated financial statements are:-

Name of subsidiary/step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on March 31, 2024 (%)	Proportion of ownership as on March 31, 2023 (%)
1. Malana Power Company Limited	MPCL	India	51.00%	51.00%
2. AD Hydro Power Limited (100% subsidiary of MPCL)	ADHPL	India	51.00%	51.00%
3. BG Wind Power Limited - Refer Note 38	BGWPL	India	-	100.00%
4. Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%
5. NJC Hydro Power Limited	NHPL	India	100.00%	100.00%
6. Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%
7. Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%
8. Replus Engitech Private Limited	REPL	India	74%	74%

2. Material accounting policies**2.1 Basis of preparation**

In accordance with the notification issued by the Ministry of Corporate Affairs, Group, with effect from 1st April 2016, has adopted Indian Accounting Standards (the 'Ind AS') notified under the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amended) Rules, 2016. The Group has prepared its consolidated financial statements in accordance with accounting standards as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (referred to as 'Indian GAAP').

The consolidated financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

These consolidated financial statements have been prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair value, as explained in accounting policies.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle



2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiary as at March 31, 2024. Control is achieved when Group is exposed, or has right, to variable return from its involvement with the investee and has the ability to affect those returns through its power over the investee. Group re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control.

Consolidation of a subsidiary begins when Group obtains control over the subsidiary and ceases when Group loses control of the subsidiary. Assets, Liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date Group gains control until the date Group ceases to control the subsidiary. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statement in preparing the consolidated financial statements to ensure conformity with Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Group, i.e. year ended on 31st March. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of Group and to the non-controlling interests, even if the results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with Group accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of Group are eliminated in full on consolidation.

Consolidation Procedure

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows to the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combination policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statement. Ind AS12 Income tax applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

2.3 Summary of material accounting policies

a) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note 2.4

b) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the amount can be reliably measured.

Sale of Electricity

Revenue from sale of electricity is recognised on the basis of billable electricity (over and above free supply to HP State Government) scheduled to be transmitted to the customers, which approximates the actual electricity transmitted.

Consultancy services

Revenue comprises income received on account of consultancy fees for the services rendered and recognised on accrual basis.

Voluntary Emission Rights (VER)

Revenue is recognised as and when the VERs is sold and it is probable that the economic benefits will flow to the Group.

Carbon Credit Entitlement / Certified Emission Reductions (CER)

In process of generation of hydro-electric power, the Group also generates carbon emission reduction units which may be negotiated for price in international market under Clean Development Mechanism (CDM) subject to completing certain formalities and obtaining certificate of Carbon Emission Reduction (CER) as per Kyoto Protocol. Revenue from CER is recognised as and when the CER's are certified and ultimate collections are made for the same.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Renewable Energy Certificate (REC)

Gross proceeds from sale of Renewable Energy Certificates (RECs) are recognized when all the significant risks and rewards of ownership of RECs have been passed to the buyer, usually on delivery of the RECs at actual rate of realization.

Sale of scrap

Revenue in respect of sale of scrap is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer.

Transmission lines

Revenue from transmission income is recognized on accrual basis

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment with mutual funds and others is recognized when the right to receive payment is established.



c) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

i. In case of holding company

Depreciation on tangible fixed assets is provided on the straight-line-method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing ₹5,000.00 or below are fully depreciated in the year of addition.

Asset description	Useful Life
Plant & machinery	22 Years
Other equipment	05-10 Years
Computers and Equipment's	03-06 Years
Vehicle	08 Years
Furniture & fixtures	10 Years

ii. In case of MPCL & ADHPL

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013 except in case of roads which has been taken as 7 years based on technical evaluation. The Group has used the following rates to provide depreciation on its fixed assets.

Asset description	Useful Life
Other buildings	60 Years
Plant and machinery used in generation, transmission and distribution of power.	40 Years
Transmission lines	40 Years
Factory buildings	30 Years
Plant and equipment	15 Years
Furniture and fixtures	10 Years
Electrical installations	10 Years
Vehicles	08 Years
Computers and data processing equipment	03-06 Years
Office equipment	05 Years
Roads	10 Years
Software	03 Years

d) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.



The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognised.

e) Inventory Valuation

Inventories comprising of components of stores and spares are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

f) Leases

The Group assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- (1) The contract involves the use of an identified asset,
- (2) The Group has substantially all of the economic benefits from use of the identified asset,
- (3) The Group the right to direct the use of the identified asset.

Group as a lessee

The Group recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Groupy adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognizes any remaining amount of the re-measurement in statement of profit and loss.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Group as a lessor

Leases where the Group does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

g) Impairment of Non-Financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.



h) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments

All equity investments in scope of Ind AS109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.



Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from Group's consolidated balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; And either (a) Group has transferred substantially all the risks and rewards of the asset, or (b) Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b. Financial assets that are debt instruments and are measured as at FVTOCI
- c. Lease receivables under Ind AS116
- d. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS109
- e. Loan commitments which are not measured as at FVTPL
- f. Financial guarantee contracts which are not measured as at FVTPL

The Group follows 'simplified approach' for recognition of impairment loss allowance on:-

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS116

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 Months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 Months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 Month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 Months after the reporting date.



ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis. The Group does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Financial Guarantee Contracts

Financial Guarantee Contracts issued by the group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of debt instrument. Financial Guarantee Contracts are recognised initially as a liability at fair value, adjusted for transactions cost that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS109 and the amount recognised less cumulative amortisation.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:-



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations.

If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i) Foreign currency translation

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.



Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

j) Retirement and other employee benefits

i. Provident fund and superannuation plans

Retirement benefits in the form of provident fund and superannuation plans are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

ii. Gratuity

Group's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS-19) 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund.

The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

iii. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

iv. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

The Group presents its leave, gratuity as current and non-current based on the actuarial valuation.

k) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

The Company's tax jurisdiction is in India. Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions.

In arriving at taxable profit and tax bases of assets and liabilities, the Company recognised taxability of amounts in accordance with tax enactments, case law and opinions of tax counsel, as relevant. Where differences arise on tax assessment, these are booked in the period in which they are agreed or on final closure of assessment.

Deferred Tax

Deferred tax is provided on temporary difference between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.



Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

l) Non-Current Asset held for Sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned.

The group treats sale/ distribution of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

m) Preoperative Expenses

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/ debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.



n) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

o) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

p) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

q) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset.

The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.



s) Fair Value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:-

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

t) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

u) Subsequent events

Based on the nature of the event, the Group identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Group may provide a disclosure in the financial statements considering the nature of the transaction.



2.4 Critical accounting estimates and judgements:

The areas involving critical estimates and judgements are:

i. Service Concession Arrangements

Management has assessed applicability of Appendix-D of Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the company. In assessing the applicability, management has exercised significant judgement in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criteria for recognition as service concession arrangements.

ii. Property, Plant and Equipment and Intangible assets

Internal technical or user team assesses the remaining useful life of the Property, Plant and Equipment and Intangible assets. Management believes that assigned useful lives are reasonable.

iii. Income taxes

Management's judgement is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

iv. Impairment of Financial Assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward estimate at the end of each reporting period.

v. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

vi. Insurance Claims

Insurance claims are recognized when the Group has reasonable certainty of recovery. Subsequently any change in recoverability is provided for.

vii. Claims and Litigation

The Group is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Group reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Group establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Group's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Group evaluates, among other factors, the degree of probability of an unfavorable outcome and the ability to make a reasonable estimate of the amount of the loss. The Group does not record liabilities when the likelihood that the liability would incur is probable, but the amount cannot be reasonably estimated. Based upon present information, the Group determined that there were no matters that required an accrual as of March 31, 2024 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.



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Notes to the Consolidated Financial Statements for the year ended March 31, 2024

viii. Product Warranties

The Group estimates and provides for liability for product warranties in the year in which the products are sold. These estimates are based on customer contracts and the estimates are reviewed annually for any material changes in assumptions. The timing of outflows will vary based on the actual warranty claims. The Group provides extended warranties or maintenance contracts to its customers.



3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)												
Particulars	Freehold land	Freehold building	Civil/Hydraulic Work	Transmission line	Plant and Machinery	Project Equipment	Electrical Installation	Office Equipments	Furniture and Fixtures	Computers	Vehicles	Laboratory Equipments
Cost or valuation												
As at April 1, 2022	3,629.52	30,484.48	1,02,070.46	44,337.31	77,974.40	0.23	639.68	250.80	77.04	121.08	369.11	-
Additions	-	-	-	-	9.16	-	-	20.13	9.06	13.79	70.83	-
Additions-Replus	335.23	-	-	-	7.91	-	-	3.74	5.58	24.65	-	-
Disposals	-	-	-	-	19.60	-	1.82	25.68	14.94	3.89	56.14	-
As at March 31, 2023	3,964.75	30,484.48	1,02,070.46	44,337.31	77,971.87	0.23	637.86	248.99	76.71	155.63	383.80	14.72
As at April 1, 2023	3,964.75	30,484.48	1,02,070.46	44,337.31	77,971.87	0.23	637.86	248.99	76.71	155.63	383.80	14.72
Additions	-	735.74	-	-	1,047.36	-	183.51	42.37	51.13	37.91	81.52	39.77
Disposals	-	-	-	-	9,673.32	-	3.51	1.32	3.73	1.68	65.75	-
As at March 31, 2024	3,964.75	31,220.22	1,02,070.46	44,337.31	69,345.91	0.23	817.86	290.04	124.11	191.86	399.57	54.49
Depreciation												
As at April 1, 2022	-	25,552.36	41,381.49	16,304.28	31,602.96	0.23	552.05	176.86	56.10	94.83	176.88	-
Accumulated Depreciation of Replus	-	-	-	-	2.82	-	-	1.28	0.36	4.82	-	-
Replus Charge for the year	-	-	-	-	0.03	-	-	0.04	0.04	0.48	-	-
Charge for the year	-	89.33	2,008.79	909.63	2,267.98	-	11.50	19.32	3.63	15.81	38.77	-
Disposals	-	-	-	-	9.94	-	1.73	24.41	13.08	3.57	39.42	-
As at March 31, 2023	-	25,641.69	43,390.28	17,213.91	33,863.85	0.23	561.82	173.09	47.05	112.37	176.23	0.54
As at April 1, 2023	-	25,641.69	43,390.28	17,213.91	33,863.85	0.23	561.82	173.09	47.05	112.37	176.23	0.54
Charge for the year	-	102.26	2,014.29	912.11	1,565.14	-	11.47	24.80	5.84	22.96	39.28	3.39
Disposals	-	-	-	-	3,696.15	-	3.34	1.23	2.21	1.08	42.66	-
As at March 31, 2024	-	25,743.95	45,404.57	18,126.02	31,732.84	0.23	569.95	196.66	50.68	134.25	172.85	3.93
Impairment	-	-	-	-	1,000.00	-	-	-	-	-	-	-
As at April 1, 2023	-	-	-	-	1,000.00	-	-	-	-	-	-	-
Disposal/Decapitalisation	-	-	-	-	1,000.00	-	-	-	-	-	-	-
As at March 31, 2023	-	-	-	-	1,000.00	-	-	-	-	-	-	-
As at April 1, 2023	-	-	-	-	1,000.00	-	-	-	-	-	-	-
Disposal/Decapitalisation	-	-	-	-	(1,000.00)	-	-	-	-	-	-	-
As at March 31, 2024	-	-	-	-	-	-	-	-	-	-	-	-
Net Block												
As at March 31, 2023	3,964.75	4,842.79	58,680.18	27,123.40	43,108.02	-	76.04	75.90	29.66	43.26	207.57	14.18
As at March 31, 2024	3,964.75	5,476.27	56,665.89	26,211.29	37,613.07	-	247.91	93.38	73.43	57.61	226.72	50.56
Notes :												
In case of MPCL Consolidation												
All the assets are owned by the Company except as mentioned otherwise.												
1) Building, bridges and roads includes cost of road ₹1,357.41 Lakhs (Previous year ₹1,357.41 Lakhs) and written down value of ₹61.42 Lakhs (previous year ₹61.42 Lakhs) constructed on forest land diverted for the project.												
2) Gross block of transmission line includes payment for 'Right to use' amounting to ₹5,295.79 Lakhs (Previous year ₹5,295.79 Lakhs) and accumulated depreciation of ₹2,195.00 Lakhs as on March 31, 2024 (including depreciation charged during the year of ₹131.35 Lakhs). 'Right to use' is an irrevocable perpetual right of use of land, but the ownership of the land does not vest with the ADHPL.												
3) Land includes ₹2,999.04 Lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of the ADHPL has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers and mutation is in progress.												



4	Capital work-in-progress	5	6
Capital work-in-progress	Particulars	Particulars	Particulars
		Software	Technical Know-how
		Cost or valuation	
	As at April 1, 2022	As at April 1, 2022	As at April 1, 2022
	Additions	Additions	Additions during the year
	Disposals	Disposals	Less: Transfer to other intangible assets
	As at March 31, 2023	As at March 31, 2023	As at March 31, 2023
		As at April 1, 2023	
	As at April 1, 2023	Additions	As at April 1, 2023
	Additions	Disposals	Add: Additions during the year
	Disposals	As at March 31, 2024	Less: Transfer to other intangible assets
	As at March 31, 2024	Depreciation	As at March 31, 2024
		As at April 1, 2022	
	Charge for the year	Charge for the year	
	Disposals	Disposals	
As at March 31, 2023	As at March 31, 2023		
As at April 1, 2023	As at April 1, 2023		
Charge for the year	Charge for the year		
Disposals	Disposals		
As at March 31, 2024	As at March 31, 2024		
Net Block	Net Block		
As at March 31, 2023	As at March 31, 2023		
As at March 31, 2024	As at March 31, 2024		

* Borrowing cost capitalisation in accordance with Ind AS 23 is as follows:

Capital work-in-progress ageing schedule

As at March 31, 2024	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Project-in-progress	1,713.27	468.57	48.52	-	2,230.36
	1,713.27	468.57	48.52	-	2,230.36
As at March 31, 2023	441.65	48.52	-	-	490.17
Project-in-progress	441.65	48.52	-	-	490.17

Can't work in reverse completion schedule (projects which is overdue or has exceeded its cost compared to its original plan)

Capital-work-in progress completion schedule (projects which is overdue or has exceeded its cost compared to its original plan)						
To be completed in						
Particulars	As at March 31, 2024			As at March 31, 2023		
	Less than 1 year	1 to 2 years	More than 3 years	Less than 1 year	1 to 2 years	More than 3 years
Project-in-progress - Setup of Factory at Bawada	1,740.19	490.17	-	490.17	-	-
	1,740.19	490.17	-	490.17	-	-



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Notes to the Consolidated Financial Statements for the year ended March 31, 2024							
(₹ in Lakhs)							
7	INVENTORIES	Current					
		As at March 31, 2024	As at March 31, 2023				
	Stores and spares*	1,302.59	1,237.53				
	Raw materials and bought-out components	209.67	28.37				
	Consumables	24.86	-				
	Finished goods	3.03	-				
		1,540.15	1,265.90				
In case of MPCL CONSOL*							
Includes store lying with third parties							
8	TRADE RECEIVABLES	Non- Current		Current			
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023		
	Secured, Considered Good				1,559.57		
	Unsecured, considered good*	3,499.06	3,464.87	3,536.26			
	Credit impaired	323.77	361.64	-	-		
	Less: Provision for expected credit loss	(323.77)	(361.64)	-	-		
		3,499.06	3,464.87	3,536.26	1,559.57		
In case of Parent Company							
Note : The average credit period for the Company's receivables from its generation and transmission business is in the range of 60 days.							
In case of ICCSL*							
*The Trade receivables outstanding for more than 180 days amounting to ₹204.11 Lakhs. Provision for doubtful debts has been considered in respect of balances aggregating to ₹7.09 Lakhs. For the remaining balances, the management is confident to recover the outstanding amount in the near future. Hence no provision is considered on such amount. Company is recording TDS receivable on the value of export sales at the of time of receipt. Hence, balances of overseas trade receivables are inclusive of TDS amount receivable of ₹10.72 Lakhs.							
In case of MPCL CONSOL*							
*Pertains to receivables from HPSEBL for usage of transmission line which will be received once the matter mentioned in footnote to Note 6 and 31A(i)(b) will be finally disposed off. Also, refer Note 34A(ii).							
Note : The average credit period for the Company's receivables from its generation and sale of power business is in the range of 5 to 7 days and transmission business is in the range of 30 to 60 days.							
Trade Receivables Ageing Schedule- Non Current							
As at March 31, 2024	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	14.97	72.53	106.80	194.30
Undisputed Trade Receivables - credit impaired	-	-	-	-	(1.75)	(5.34)	(7.09)
Disputed Trade Receivables - others	10.00	14.00	5.00	4.00	5.00	3,584.53	3,622.53
Disputed Trade Receivables -Unbilled	6.00	-	-	-	-	-	6.00
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	16.00	14.00	5.00	18.97	75.78	3,369.31	3,499.06
Trade Receivables Ageing Schedule- Non Current							
As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	17.39	49.63	132.58	199.60
Undisputed Trade Receivables - credit impaired	-	-	-	-	(1.34)	(43.62)	(44.96)
Disputed Trade Receivables - others	-	-	-	62.98	336.15	3,277.78	3,626.91
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	-	-	-	80.37	384.44	3,000.06	3,464.87
Trade Receivables Ageing Schedule- Current							
As at March 31, 2024	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	2,994.37	473.82	15.03	-	8.63	-	3,491.85
Trade Receivable-Billed	2,994.37	473.82	15.03	-	8.63	-	3,491.85
Trade Receivable-Unbilled	44.41	-	-	-	-	-	44.41
Total	3,038.78	473.82	15.03	-	8.63	-	3,536.26
Trade Receivables Ageing Schedule- Current							
As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	787.07	468.85	184.20	-	-	-	1,440.12
Trade Receivable-Billed	787.07	468.85	184.20	-	-	-	1,440.12
Trade Receivable-Unbilled	119.45	-	-	-	-	-	119.45
Total	906.52	468.85	184.20	-	-	-	1,559.57
9	CASH AND CASH EQUIVALENTS	Current					
		As at March 31, 2024	As at March 31, 2023				
(a)	- Balance with banks						
	On Current Accounts	647.65	469.27				
	On Cash Credit Account *	164.12	23.74				
	On Deposit Accounts (with original maturity less than 3 months)	17,335.00	8,130.00				
	- Cash on hand	1.33	7.09				
		18,148.10	8,630.10				
(b)	Bank balances (other than cash and cash equivalents)						
	Margin money (held as security)**	455.43	124.24				
	In Deposit Accounts	22,944.17	14,722.74				
		23,399.60	14,846.98				
In case of REPL*							
Cash credit account showing debit balance classified as 'Cash and cash equivalent'. This Cash credit facility is a part of various credit facilities availed by the company. Refer Note 20 of REPL for information regarding security, interest and repayments.							
In case of MPCL CONSOL**							
Includes amount of ₹51.00 Lakhs (Previous year ₹48.00 Lakhs) held as margin money against wheeling charges and amount of ₹404.00 Lakhs and ₹19.00 Lakhs held as margin money with IDBI Bank Limited as at March 31, 2024 and IDBI Trustee as on March 31, 2023 respectively.							



Notes to the Consolidated Financial Statements for the year ended March 31, 2024					
10		Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
LOANS					
Loan to employees		35.67	27.72	45.06	39.60
		35.67	27.72	45.06	39.60
Unsecured, considered good					
Loan to related party		-	-	403.03	-
- Interest bearing loan		3,323.50	-	1,267.02	-
- Interest free loan		3,323.50	-	1,670.05	-
		3,359.17	27.72	1,715.11	39.60
11		Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
OTHER FINANCIAL ASSETS					
(a) SECURITY DEPOSITS					
Security deposits*		296.92	319.35	1.05	0.05
Deposit with NSDL		1.50	1.50	-	-
GBI claim receivable		-	-	8.68	4.01
Bank balance more than 12 month maturity**		180.40	3.40	-	-
Amount paid under protest		-	35.00	-	-
Less : Amount written off during the year		-	(35.00)	-	-
Unbilled revenue		-	-	-	1,199.04
Recoverable from Himachal Pradesh State Electricity Board Limited (Net)***		2,916.43	2,263.00	-	-
Interest accrued on loan to body corporate		-	-	197.43	37.72
Interest accrued on bank deposit		-	-	11.23	-
Interest accrued on loan to others		-	-	-	-
Retention money		28.58	28.58	-	-
Advances recoverable in cash and kind (from others) #		-	-	57.76	57.76
		3,423.83	2,615.83	276.15	1,298.58
In case of CHYPL*					
In March 2014, the company deposited security ₹180.00 Lakhs to Government of Himachal Pradesh for Chango Yangthang HEP (180 MW).					
In case of ICCSL *					
Fixed deposit of ₹8.00 Lakhs lien earmarked against bank guarantee in favour of Adani Green Energy Limited, ₹33.00 Lakhs Lien earmarked against bank guarantee in favour of NRED CAP					
In case of MPCL CONSOL** (***)					
** Fixed deposit of ₹3.40 Lakhs (Previous year ₹3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority.					
(***) Includes amount paid under protest of ₹4,035.00 Lakhs (Previous year ₹2,817.00 Lakhs) (as fully described in Note 31A(i)(b)) which is netted off by amount payable to HPSEBL for usage of transmission line of the Government of Himachal Pradesh.					
In case of ICCSL #					
Advances recoverable in cash and kind (from others) (Net of Defined Benefit Obligation of ₹47.45 Lakhs (Previous Year ₹41.11 Lakhs)					
Advances recoverable in cash and kind pertaining to "Excess of the contribution to Planned funds" against Defined benefit Obligation till FY 20-21. During the FY 2023-24, management has not considered change in value of funds, resulting into non consideration of Other Comprehensive Income amounting (₹1.07) Lakh (Previous Year ₹1.43 Lakh) and Income of ₹0.01 Lakh (Previous Year ₹1.19) Lakh) in the Statement of Profit and Loss in the Financials Statements					
12		Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
TAX ASSETS					
TDS receivable & advance taxes*		1,543.89	938.28	13.65	20.36
Mat Credit Entitlement		70.13	55.43	-	-
		1,614.02	993.71	13.65	20.36
In case of ICCSL*					
TDS receivable & advance taxes (Net of Provision of ₹70.13 Lakhs (Previous Year ₹55.43 Lakhs)					
The TDS Receivable amounting to ₹2.02 Lakh pertains to previous years on or before AY 2016-2017, The company is recording TDS receivable on the sale value at the time of sale except for export transactions.					
13		Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
OTHER ASSETS					
Considered good, Unless otherwise stated					
Balance with Government authorities (GST input tax credit)		-	-	628.38	-
Upfront premium*		6,336.25	6,336.25	-	-
Capital advances		17.44	230.91	61.91	61.91
Trade advance to suppliers		-	-	2,914.89	21.69
Earnest money deposit		-	-	-	8.00
Deferred employee benefits expense		1.44	-	1.57	-
Advance to creditors		-	-	55.70	38.89
Advances recoverable		-	-	9.31	125.21
Advances to employees		-	-	8.57	17.81
Prepaid expenses		9.19	41.95	290.93	202.46
Assets held for sale (Scrap items)		-	-	9.58	-
Gratuity fund receivable		-	-	1.97	-
Advances to Suppliers		-	-	-	-
- Unsecured, considered good		-	-	96.71	49.89
- Unsecured, considered doubtful		-	-	849.40	849.40
- Less: Provision for doubtful advances		-	-	(849.40)	(849.40)
		6,364.32	6,609.11	4,079.52	525.86
In case of CYHPL*					
The management of CYHPL is of the view that the upfront premium deposited at the time of allotment amounting to ₹3,789.45 Lakhs would be refunded by the Directorate of Energy, Government of Himachal Pradesh on surrender of the project due to the events beyond the control of CYHPL.					
14				As at March 31, 2024	As at March 31, 2023
EQUITY SHARE CAPITAL					
Authorised				(₹ in Lakhs)	(₹ in Lakhs)
20,00,00,000 (previous year 20,00,00,000) equity shares of ₹10.00 each				20,000.00	20,000.00
40,00,000 (previous year 40,00,000) cumulative redeemable preference shares of ₹100.00 each				4,000.00	4,000.00
				24,000.00	24,000.00
Issued,subscribed and fully paid up					
16,57,59,311 (previous year 16,57,59,311) equity shares of ₹10.00 each fully paid up				16,575.93	16,575.93
Total Issued,subscribed and fully paid up share capital				16,575.93	16,575.93
Notes:					



(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year				
Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Shares outstanding at the beginning of the year	16,57,59,311	16,575.93	16,57,59,311	16,575.93
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	16,57,59,311	16,575.93	16,57,59,311	16,575.93
(b) Terms/rights attached to equity shares				
The company has only one class of equity shares having par value of ₹10.00 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.				
In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.				
(c) Details of equity shareholders holding more than 5% shares in the Company				
Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Name of the shareholders				
Equity shares of ₹10.00 each fully paid up				
HEG Limited	8,12,32,560	49.01%	8,12,32,560	49.01%
RSWM Limited	1,25,24,960	7.56%	1,25,24,960	7.56%
LNJ Spark Advisory LLP	3,54,69,782	21.40%	3,54,69,782	21.40%
Bharat Investments Growth Ltd.	1,06,54,761	6.43%	1,06,54,761	6.43%
Ravi Jhunjhunwala	-	-	99,88,966	6.03%
	13,98,82,063	84.39%	14,98,71,029	90.42%
As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.				
(d) Shares held by promoter				
Particulars	As at March 31, 2024		As at March 31, 2023	
	No of Shares	% Of total shares	No of Shares	% Of total shares
Equity shares of ₹10 each fully paid				
HEG Limited	8,12,32,560	49.01%	8,12,32,560	49.01%
Equity shares of ₹10 each fully paid				
LNJ Spark Advisory LLP	3,54,69,782	21.40%	3,54,69,782	21.40%
Equity shares of ₹10 each fully paid				
RSWM Limited	1,25,24,960	7.56%	1,25,24,960	7.56%
Equity shares of ₹10 each fully paid				
Bharat Investments Growth Limited	1,06,54,761	6.43%	1,06,54,761	6.43%
Equity shares of ₹10 each fully paid				
Ravi Jhunjhunwala	900	0.0005%	99,88,966	6.03%
Equity shares of ₹10 each fully paid				
Ravi Jhunjhunwala	3	0.000002%	3	0.000002%
Equity shares of ₹10 each fully paid				
Dreamon Commercial Private Limited	62,20,780	3.81%	13,57,500	0.82%
Equity shares of ₹10 each fully paid				
LNJ Financial Services Limited	61,16,253	3.69%	61,16,253	3.69%
Equity shares of ₹10 each fully paid				
India Textile Marketing Limited	34,35,313	2.07%	25,79,700	1.56%
Equity shares of ₹10 each fully paid				
Raghav Commercial Limited	33,17,910	2.00%	25,23,787	1.52%
Equity shares of ₹10 each fully paid				
Jet (India) Private Limited	23,82,400	1.44%	-	-
Equity shares of ₹10 each fully paid				
Kalati Holdings Private Limited	17,16,750	1.04%	17,16,750	1.04%
Equity shares of ₹10 each fully paid				
Shashi Commercial Company Limited	12,43,900	0.75%	2,51,250	0.15%
Equity shares of ₹10 each fully paid				
Purvi Vaniya Niyojan Limited	11,23,066	0.68%	11,23,066	0.68%
Equity shares of ₹10 each fully paid				
Investors India Limited	1,50,000	0.090%	1,50,000	0.090%
Equity shares of ₹10 each fully paid				
Giltedged Industrial Securities Limited	69,973	0.042%	69,973	0.042%
Total	16,57,59,311	100.00%	16,57,59,311	100.00%
As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.				
(e) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:				
Nil				
15 OTHER EQUITY				
(a) Capital reserve				(₹ in Lakhs)
Balances as at April 1, 2022				599.19
Addition during the year				-
Balances as at March 31, 2023				599.19
Deletion during the year				(589.07)
Balances as at March 31, 2024				10.12
(b) Capital Reserve on consolidation				
Balances as at April 1, 2022				13,995.04
Addition during the year				-
Balances as at March 31, 2023				13,995.04
Addition during the year				-
Balances as at March 31, 2024				13,995.04
(c) Securities Premium				
Balances as at April 1, 2022				41,641.56
Add: Premium on issue of Equity Shares through ESOP				-
Balances as at March 31, 2023				41,641.56
Add: Premium on issue of Equity Shares through ESOP				-
Balances as at March 31, 2024				41,641.56
(d) Retained Earnings				
Balances as at April 1, 2022				8,112.29
Profit / (Loss) during the year				15,746.38
Negative amount in equity of MPCL (additional amount given to IFC)				(2,033.46)
Balances as at March 31, 2023				21,825.21
Profit / (Loss) during the year				16,240.70
Balances as at March 31, 2024				38,065.91
(e) Other comprehensive income				
Balances as at April 1, 2022				2.93
-Re-measurement gains/ (losses) on defined benefit plans				(35.61)
-Income Tax relating Re-measurement losses on defined benefit plans				4.19
Balances as at March 31, 2023				(28.49)
-Re-measurement gains/ (losses) on defined benefit plans				(24.45)
-Income Tax relating Re-measurement losses on defined benefit plans				4.41
Balances as at March 31, 2024				(48.53)
Total Other Equity as at March 31, 2023				78,032.51
Total Other Equity as at March 31, 2024				93,664.10



(f) Non Controlling Interest	
Balances as at April 1, 2022	73,638.14
Addition during the year	13,878.48
Interim dividend paid during the year	(6,216.52)
Shares Purchased (MPCL)	(8,220.49)
NCI of Replus Engitech Private Limited till 06 March 2023	409.03
-Re-measurement gains/ (losses) on defined benefit plans	(24.50)
-Income Tax relating Re-measurement losses on defined benefit plans	4.41
Balances as at March 31, 2023	73,468.55
Addition during the year	11,205.95
Interim dividend paid during the year	(9,758.82)
NCI of Replus Engitech Private Limited - on fresh issue of shares	260.13
-Re-measurement gains/ (losses) on defined benefit plans	(22.71)
-Income Tax relating Re-measurement losses on defined benefit plans	4.08
Balances as at March 31, 2024	75,157.18
Total Equity as at March 31, 2023	1,51,501.06
Total Equity as at March 31, 2024	1,68,821.28

Nature and Description of Reserve :

(i) Capital Reserve:-

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only in accordance with the provisions of the Companies Act, 2013.

(iii) Debenture Redemption Reserve:-

Where a company issues debentures, it is required to create a debenture redemption reserve for the redemption of such debentures. On redemption of the debentures for which the reserve is created, the amounts no longer necessary to be retained in this account need to be transferred to the General Reserve.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

16 BORROWINGS	Non- Current		Current	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Term Loans				
From Banks (Secured)*	2,732.09	701.77	453.05	-
Term Loan from others**	-	5,457.48	94.98	486.53
	2,732.09	6,159.25	548.03	486.53

(i) In case of REPL*

The company availed various credit facilities from HDFC Bank amounting to ₹9,800.00 Lakhs. The details of credit facilities and other terms and conditions are as under:

Facility type	Limit	Facility Purpose and Sub-limits
i. Project Term Loan	3,300.00	Purpose of term loan - Setting up a manufacturing facility near Pune. Sub-Limits of term loan - Capex Letter of Credit of ₹3,300.00 Lakhs and Foreign Currency Non-Resident Account (FCNR) of ₹3,300.00 Lakhs. Security - Refer to Note (b) below Interest and repayments - Refer to Note (c) below
ii. Bank Guarantee (yet to be availed)	5,000.00	Sub-Limits of bank guarantee - Letter of Credit of ₹2,500.00 Lakhs and Standby Letter of Credit (SBLC) of ₹2,500.00 Lakhs. Security - Refer to Note (b) below Interest and repayments - Refer to Note (c) below
iii. Cash Credit - Secured	1,500.00	Sub-Limits of cash credit - Working capital demand loan of ₹1,500.00 Lakhs. Security - Refer to Note (b) below Interest and repayments - Refer to Note (c) below
Total	9,800.00	

Note (a) : Term loan disbursements

The Rupee term loan taken from HDFC Bank is a long term borrowing having tenure of 8 years, which carries specific condition of proportionate disbursements with first date of disbursement to be not later than Dec 31, 2022 and last drawdown dates not beyond March 31, 2024. Accordingly, till the period ended March 31, 2024 Company has availed loan drawdowns as under:

Date of disbursement	Amount	Date of disbursement	Amount
02-Jan-23	430.75	19-Aug-23	204.14
27-Mar-23	284.08	28-Aug-23	148.64
16-May-23	262.36	02-Sep-23	102.47
20-May-23	66.85	25-Sep-23	137.36
17-Jun-23	197.55	12-Jan-24	51.45
29-Jun-23	118.98	16-Jan-24	83.07
03-Jul-23	28.70	16-Feb-24	225.89
11-Jul-23	39.08	07-Mar-24	64.27
24-Jul-23	29.15	22-Mar-24	485.02
14-Aug-23	242.12		

The carrying value of term loan has been stated at amortised value using Effective interest rate ('EIR') method as per Ind AS 109. This method requires the initial transaction costs (loan documentation fees, etc.) to be deducted from the loan balance and the interest to be recalculated based on future cash payments through the tenure of the loan.

Note (b) : Details of security

For credit facilities (i) to (iii) above:

- Secured by exclusive charge over the Company's present and future Fixed assets (movable & immovable) i.e. Plant and Factory land & building located near Pune.
- Exclusive charge over Company's present & future Current assets.
- Corporate Guarantee executed by M/s Bharat Investments Growth Limited & M/s Bhilwara Infotechnology Limited.

Note (c) : Interest and repayments

Rate of Interest

- Term loan carries interest at rate of three month Treasury bill ('T Bills 3M') as per Financial Benchmarks India Pvt. Ltd. + spread of 1.56%, with monthly resting.
- Cash credit facility carries interest at rate of three month Treasury bill ('T Bills 3M') as per Financial Benchmarks India Pvt. Ltd. + spread of 1.66%.
- Rate of interest on Bank Guarantee shall at rate as mutual agreed upon. It carries commission at rate of 0.50% per annum.
- Interest shall be calculated on 365 days in respect of term loan / credit facilities.

Repayments

- Term loan is repayable in 84 equal quarterly instalments after initial moratorium of one year from date of first disbursement.
- First instalment of term loan due on 02-Apr-2024 and last instalment falling due on 31-Dec-2030.
- Cash credit facility is repayable on demand.



Bhilwara Energy Limited CIN: U31101DL2006PLC148862 Notes to the Consolidated Financial Statements for the year ended March 31, 2024						(₹ in Lakhs)	
(ii) In case of ICCSL**							
The company has taken loan from Purvi Vanijya Niyogjan Limited to pay off its liability. Which is repayable in 35 equal monthly instalments of ₹12.00 Lakhs each (including fixed interest @ 9% P.A) and last (36th) instalment shall be of ₹2.30 Lakhs (including interest). The loan is secured by i) Undated signed cheque of ₹370.00 Lakhs to secure the repayment of Principal. ii) Undated signed cheque of ₹61.00 Lakhs to secured interest amount.							
17	Lease liabilities	Non- Current		Current			
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023		
	Lease liabilities	24.12	41.51	17.39	17.60		
		24.12	41.51	17.39	17.60		
18	TRADE PAYABLE			Current			
				As at March 31, 2024	As at March 31, 2023		
Total outstanding dues of micro enterprises and small enterprises*				145.02	7.78		
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises				3,803.72	3,370.47		
				3,948.74	3,378.25		
*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006							
Particulars				As at March 31, 2024	As at March 31, 2023		
The principal amount remaining unpaid to any supplier as at the end of the year				145.02	7.78		
The interest due on principal amount remaining unpaid to any supplier as at the end of the year				-	-		
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year				-	-		
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act				-	-		
The amount of interest accrued and remaining unpaid at the end of the year				-	-		
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.				-	-		
Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.							
Ageing for trade payable outstanding as at March 31, 2024 is as follows:							
Particulars	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	39.87	104.47	-	-	-	-	144.34
Others	318.41	1,170.17	99.66	385.13	27.69	79.19	2,080.25
Others - Unbilled	92.06	-	-	-	-	-	92.06
Disputed dues - Others	-	-	-	1,632.09	-	-	1,632.09
Total	450.34	1,274.64	99.66	2,017.22	27.69	79.19	3,948.74
Ageing for trade payable outstanding as at March 31, 2023 is as follows:							
Particulars	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	1.10	4.84	-	-	-	-	5.94
Others	294.59	854.77	1,670.52	27.86	70.57	446.89	3,365.20
Others - Unbilled	7.11	-	-	-	-	-	7.11
Total	302.80	859.61	1,670.52	27.86	70.57	446.89	3,378.25
19	OTHER FINANCIAL LIABILITIES	Non- Current		Current			
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023		
	Security deposits from employees	-	-	12.22	9.99		
	Sundry deposit	-	-	47.49	102.21		
	Deposit from contractors and others	-	-	3.87	8.50		
	Creditors for capital	-	-	581.34	11.77		
	Employee related payables	-	-	564.03	69.34		
	Other payable	-	-	283.98	700.69		
	Expenses payable	-	-	0.51	4.10		
	Interest accrued but not due on loan from bank and financial institution	-	-	20.46	3.17		
		-	-	1,513.90	909.77		
20	PROVISIONS	Non- Current		Current			
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023		
	A. Provision for employee benefits						
	-Gratuity	102.98	92.29	102.91	121.24		
	-Leave encashment	486.77	401.86	82.93	87.86		
	-Continuity Loyalty Bonus	-	-	88.56	126.84		
		589.75	494.15	274.40	335.94		
	B. Other Provisions						
	- Product warranties	26.61	11.56	-	-		
		26.61	11.56	-	-		
		616.36	505.71	274.40	335.94		



21	TAX LIABILITY	Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
	Provision for tax	-	-	-	242.00
		-	-	-	242.00
22	OTHER LIABILITIES	Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
	Advance received for tower rerouting work(net)	-	-	113.40	64.52
	Advances received from customers	-	-	3,240.30	-
	Retention money payable	-	-	57.37	-
	Statutory dues payable	-	-	204.19	161.83
	Others Payable	-	-	2.44	2.44
	GST Payable	-	-	5.51	8.18
		-	-	3,623.21	236.97
23	DEFERRED TAX ASSETS / (LIABILITY)	Non- Current		Current	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
	A. Tax effects of items constituting deferred tax assets:				
	Brought forward depreciation	15,090.00	20,848.30	-	-
	Provision for employee benefits	123.92	101.47	-	-
	Others / Lease liabilities*	113.41	141.28	-	-
	Unabsorbed Depreciation	473.80	178.68	-	-
	Property, plant & equipment	10.51	18.52	-	-
	Expenses allowed on payment basis	11.74	5.17	-	-
	Total Deferred tax asset (A)	15,823.38	21,293.42	-	-
	B. Tax effects of items constituting deferred tax liability:				
	Property, plant & equipment*	23,910.49	24,020.71	-	-
	Right-of-use assets	9.45	14.51	-	-
	Total Deferred tax liability (B)	23,919.94	24,035.22	-	-
	Net Deferred tax assets / liability (A+B)	(8,096.56)	(2,741.80)	-	-

In case of ICCSL*

ICCSL has started to earn profit and is expecting to earn future cash flows in the upcoming years. Now, during the FY 23-24 company recognized the Deferred Tax Assets and the same can be adjusted against future taxable profit.



24	REVENUE FROM OPERATIONS	For the year ended March 31, 2024	For the year ended March 31, 2023
a)	Sale of power and services	44,029.52	47,296.65
	Less : PPA charges	(3.40)	(3.60)
	Transmission charges received	3,390.59	853.62
		47,416.71	48,146.67
b)	Other operating revenues		
	GBI	71.78	96.69
	Bidding support services	21.16	6.70
	Claim for generation loss / PLF / machine availability	-	572.32
		92.94	675.71
		47,509.65	48,822.38
25	OTHER INCOME	For the year ended March 31, 2024	For the year ended March 31, 2023
	Interest income on		
	- Bank deposits	2,024.07	903.41
	- Financial asset measured at fair value	0.83	0.06
	- Interest Others	13.31	0.26
	- Employee's loan	0.52	0.37
	- Income tax refund	31.73	40.92
	Net gains on foreign exchange fluctuations	7.40	2.53
	Miscellaneous income	75.68	145.25
	Sale of emission reductions	383.53	690.80
	Profit on sale of Investment	5,666.88	-
	Liability no longer required	1.19	1.62
	Sundry balance written back	9.28	-
	Sale of scrap	0.36	-
	Gain on disposal of property, plant and equipment	8.53	-
		8,223.31	1,785.22
26	TRANSMISSION CHARGES	For the year ended March 31, 2024	For the year ended March 31, 2023
	Wheeling cost	505.64	670.00
	Open access charges	1,123.39	965.00
	Bulk power transmission charges (Refer note 31(I)(iii) (e))	4.75	382.00
		1,633.78	2,017.00
27	COST OF MATERIAL CONSUMED	For the year ended March 31, 2024	For the year ended March 31, 2023
	Opening balance of inventory	28.37	-
	Add: Purchases	1,511.01	10.27
	Add: Direct overheads	-	3.94
	Less: Changes in inventories of finished goods	(3.03)	-
	Less: Closing balance of inventory	(234.53)	(8.05)
		1,301.82	6.16
28	EMPLOYEE BENEFIT EXPENSES	For the year ended March 31, 2024	For the year ended March 31, 2023
	Salaries, wages and bonus	5,015.33	3,929.60
	Contribution to provident & other funds	247.81	179.27
	Workmen & staff welfare expenses	121.06	91.45
	Gratuity expense	78.06	55.25
		5,462.26	4,255.57



29	FINANCE COST	For the year ended March 31, 2024	For the year ended March 31, 2023
	Interest on		
	-Term loan from financial institution	-	150.62
	-Interest expense on lease liabilities	4.72	0.42
	-Interest expense on term loan measured at amortised cost	161.49	2.95
	-Loan facilities processing charges	13.50	-
	-Less: Borrowings cost capitalised at effective rate of interest	(77.31)	(2.95)
	-Term loan from other	15.08	696.53
	- Other borrowing costs	2.36	-
	- Interest on TCS	3.92	0.01
	- Other interest	0.62	-
	- Bank charges	16.93	3.42
		141.31	851.00
30	DEPRECIATION AND AMORTIZATION EXPENSES	For the year ended March 31, 2024	For the year ended March 31, 2023
	Depreciation on tangible assets	4,702.17	5,365.46
	Amortisation of intangible assets	20.15	0.95
	Depreciation of right-of-use asset	19.46	1.46
		4,741.78	5,367.87
31	OTHER EXPENSES	For the year ended March 31, 2024	For the year ended March 31, 2023
	Rent	92.91	87.78
	Rates & taxes	174.40	23.66
	Fees and subscription	28.60	19.44
	Advertisement & Publicity	47.71	-
	Testing and installation charges	48.12	0.24
	Recruitment expenses	1.92	0.12
	Lease rental	-	1.30
	Stores, spares & other consumables	1,004.08	650.99
	Power and fuel	247.92	201.04
	Travelling & conveyance expenses	239.20	109.17
	Communication expenses	12.66	11.29
	Insurance charges	696.06	508.11
	Car running & maint. and hiring expenses	114.46	121.39
	Operation & Maintenance charges	109.44	-
	Repair & Maintenance:-		
	-Building	57.17	86.02
	-Plant and machinery	1,796.41	538.33
	-Others	46.32	263.24
	Donations	120.15	-
	Contribution made to political party*	250.00	-
	Electricity expenses	4.15	4.21
	Payment to auditor (Refer Note (I) Below)	68.41	66.42
	Legal & professional	704.46	479.47
	Social welfare expense	580.30	40.09
	Warranty expenses	15.05	11.56
	Brokerage and commission	5.00	-
	CSR expense (Refer Note 40)	414.17	256.50
	Printing & stationery	11.47	8.96
	Profit & Loss on sale of vehicle	-	3.24
	Miscellaneous expenses	383.96	204.16



Bhilwara Energy Limited

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Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in Lakhs)

Consolidation rounding off	-	14.73
Loss on disposal of property, plant and equipment	-	11.00
Outsourced support cost	90.52	87.81
Security arrangement expense	288.70	258.46
Pre-Operative expenses written off	-	(187.83)
Expected credit loss	-	437.52
Impairment in value capital work-in-progress (CWIP)	-	2.34
Bad debt written off	108.74	35.23
Balances written off	1.64	92.02
Fair value of investments	-	(0.04)
CWIP written off	30.40	-
	7,794.50	4,447.97
*Contribution made to Bharatiya Janta Party		
Notes :-		
(I) Payment to statutory auditors comprise (including indirect tax):		
Payment to auditor:	For the year ended March 31, 2024	For the year ended March 31, 2023
- Audit fee	39.74	48.16
- Goods and services tax on above	8.37	-
- Fees for certification	15.35	14.97
- Out of pocket expenses	4.95	3.29
	68.41	66.42
32 Tax Expense		
a) Income tax recognised in profit and loss		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current tax	2,015.26	3,530.68
Deferred tax	5,363.52	699.84
Tax related to earlier years	(153.00)	(184.53)
MAT Credit utilised/(recognised) during the year	(14.70)	(8.82)
Total Income tax (credit)/expenses recognised in the current period	7,211.08	4,037.17
b) Income tax expense for the year can be reconcile to the accounting profit as follow:-		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Accounting profit before tax	30,574.00	34,290.00
At India's statutory income tax	7,696.00	9,079.00
Tax effect of permanent differences:		
Tax effect of depreciation and expenses that are not deductible for determining taxable profits	32.44	(125.32)
Tax effect on deferred tax on account of change in tax rate	(308.00)	-
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(77.89)	(106.00)
Less: Tax related to earlier years	(153.00)	(184.53)
	7,189.79	8,663.15



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Notes to the Consolidated Financial Statements for the year ended March 31, 2024**(₹ in Lakhs)**

	Tax expense	7,189.79	8,663.15
	Less: Set off of carried forward unabsorbed depreciation	(5,714.82)	(5,453.56)
	Less: Deferred tax charge related to previous years	(2,694.00)	-
	Tax effect of deferred tax assets not recognized till date	(279.52)	(6,810.42)
	Tax effect of temporary differences that are not deductible for determining taxable profits	(72.00)	(202.00)
	Tax effect of unabsorbed depreciation and depreciation expense	8,756.00	7,734.00
	Add: Deferred tax charge	-	106.00
	Income tax expenses reported in the Statement of Profit and Loss	7,185.45	4,037.17
	Add: Tax effect of income from sale of emission reductions certificates taxable at lower rate	25.63	-
	Total income tax expense	7,211.08	4,037.17
33	OTHER COMPREHENSIVE INCOME	For the year ended March 31, 2024	For the year ended March 31, 2023
	(i) Items that will not be reclassified to profit or loss		
	- Remeasurements of the defined benefit plans	(47.16)	(60.11)
	- Income Tax relating Re-measurement losses on defined benefit plans	8.49	8.60
	Other comprehensive income for the year	(38.67)	(51.51)
34	EARNING PER SHARE	For the year ended March 31, 2024	For the year ended March 31, 2023
	a) Profit/(Loss) from total operation attributable to equity shareholders (₹ In Lakhs)	16,240.48	15,746.38
	b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (In Lakhs)	1,657.59	1,657.59
	Earning Per share - Basic (₹) (a/b)	9.80	9.50
	Earning per share - Diluted (₹) (a/b)	9.80	9.50
	Face value per share (₹)	10.00	10.00



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****35. Segment Reporting**

The Company's activities during the year involved power generation, consultancy services and Battery energy storage system (BESS). Considering the nature of Company's business and operations, there are 3 separate reportable segments in accordance with the requirements of Indian Accounting Standard (Ind AS) 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results of 3 segments for the purpose of making decisions about resource allocation and performance assessment and hence, the additional disclosures are provided as follows:-

Particulars		Year ended (₹ in Lakhs)	
		As at March 31, 2024	As at March 31, 2023
1	Segment Revenue		
	a) Power	45,002.11	48,360.79
	b) Battery energy storage system (BESS)	1,951.94	25.04
	c) Consultancy	593.83	505.26
	Sub total	47,547.88	48,891.09
	Less : Inter-segment revenue	38.23	68.71
	Net segment revenue	47,509.65	48,822.38
2	Segment results (profit(+)/loss(-) before tax from each segment		
	Profit/Loss before tax		
	a) Power	35,281.89	33,671.20
	b) Battery energy storage system (BESS)	(756.49)	(51.63)
	c) Consultancy	132.11	42.46
	Profit/(Loss) before tax	34,657.51	33,662.03
	Less: Provision for taxation		
	Current tax	2,015.26	3,337.33
	Deferred tax	5,363.52	699.84
	Tax expenses related to previous years	(153.00)	(184.53)
3	MAT Credit utilised/(recognised) during the year	(14.70)	(8.82)
	Profit/(Loss) after tax	27,446.43	29,624.86
	Other information		
	(I) Segment assets		
	a) Power	1,94,703.96	1,79,899.55
	b) Battery energy storage system (BESS)	11,364.50	2,499.20
	c) Consultancy	723.56	733.57
	Total assets	2,06,792.02	1,83,132.32
	(II) Segment liabilities		
	a) Power	11,652.77	13,599.39
	b) Battery energy storage system (BESS)	9,386.87	974.64
	c) Consultancy	355.15	481.30
	Total liabilities	21,394.79	15,055.33
	(III) Capital expenditure (including capital work in progress)		
	a) Power	1,29,942.27	1,39,351.59
	b) Battery energy storage system (BESS)	5,034.43	990.05
	c) Consultancy	10.54	8.79
		1,34,987.24	1,40,350.43
	(IV) Depreciation		
	a) Power	4,625.92	5,361.46
	b) Battery energy storage system (BESS)	113.89	2.36
	c) Consultancy	1.97	4.05
		4,741.78	5,367.87



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

36. Statement containing salient features of the financial statements of Subsidiaries/associates companies/joint ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1).

Part "A": Subsidiaries

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Replus Engitech Private Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007*	03.03.2023	31.03.2008	12.03.2009**	16.12.2009	30.03.2011
Reporting Period	2023-24	2023-24	2023-24	2023-24	2023-24	2023-24	2023-24
Reporting Currency	INR	INR	INR	INR	INR	INR	INR
Issued, subscribed & paid up capital	14,752.57	56,015.28	263.50	70.66	1,669.16	10,000.00	3,000.00
Reserves	1,02,459.34	79,727.02	1,714.13	297.74	(242.70)	(10,006.42)	(18.06)
Total assets	1,20,505.72	1,47,232.22	11,364.50	723.56	1,707.56	2,549.75	3,971.47
Total liabilities	3,293.81	11,489.92	9,386.87	355.15	282.10	2,556.17	989.53
Investment (except in subsidiary)							
Turnover	12,310.17	31,791.38	1,951.94	593.83	-	-	-
Profit before tax	7,094.73	23,481.21	(756.49)	132.12	(3.04)	(3.74)	(44.69)
Provision for tax	1,458.51	6,016.12	(210.13)	15.97	-	-	-
Profit after taxation	5,636.22	17,465.09	(546.36)	116.15	(3.04)	(3.74)	(44.69)
Proposed Dividend							
% of Shareholding	51.00%	51.00%	74.00%	75.50%	95.86%	100.00%	100.00%

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian ₹) =160 NR (Nepali Rupee)

Sr. No.	Name of Subsidiaries which are yet to commence operations
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Sr. No.	Name of Subsidiaries which have been liquidated or sold during the year
1	BG WIND Power Limited- transfer to RSWM on dated 06 April 2023



Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Consolidated Financial Statements for the year ended March 31, 2024**Part-B: Associate and Joint Ventures**

The Company does not have any Associate/Joint Venture Company.

37. Contingent Liabilities and Commitments (to the extent not provided for)**I. Contingent Liabilities****(i) In case of Holding Company**

Particulars	As at March 31, 2024	As at March 31, 2023
(a) Claims against the company not acknowledged as debt:	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable		
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited. (BGWPL) *	-	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited. (BGWPL) **	-	4,300.00
Corporate Guarantee in favour of HDFC Bank Limited for term loan availed by Replus Engitech Private Limited. (BGWPL) ***	3,185.15	-
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Limited. (BGEL) ****	3,000.00	3,000.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJPV Power Venture Limited. (LNJPVL) *****	1,000.00	1,000.00

*The Company has provided corporate guarantee in favour of Raghav Commercial Limited for the term loan availed by erstwhile wholly owned subsidiary company M/s BG Wind Power Limited, however the corporate guarantee has been withdrawn with effect from 06th April 2023 (Ref. Note 38).

**The Company has provided corporate guarantee in favour of Purvi Vanijya Niyojan Limited for the term loan availed by erstwhile wholly owned subsidiary company M/s BG Wind Power Limited, however the corporate guarantee has been withdrawn with effect from 06th April 2023 (Ref. Note 38).

***The Company has provided corporate guarantee in favour of HDFC Bank Limited for the term loan of ₹9,800.00 Lakhs (previous year ₹Nil) availed by its subsidiary company M/s. Replus Engitech Private Limited. The amount of ₹3,185.15 Lakhs is the loan availed by Replus Engitech Private Limited and outstanding as on 31st March 2024

Share Purchase Agreement between the company and M/s Hero Wind Energy Private Limited

****The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero, the indemnity value as on date is ₹3,000.00 Lakhs.

*****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (closing date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJPV Power Ventures Limited (LNJPVL). In SPA, company has given indemnity to Hero, the indemnity value as on date is ₹1,000.00 Lakhs.

Note- In the case of all above 3 Corporate Guarantee/Indemnity, the loss allowance is estimated to be nil, hence the financial guarantee is not recognised in the books.

(ii) In case of MPCL

- a) Claims against the MPCL raised by income tax authorities amounting to ₹213.87 Lakhs (Previous year ₹213.87 Lakhs). No provision is considered necessary since the MPCL expects favorable decisions.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

- b) On April 27, 2019, the MPCL received a provisional net demand of ₹8,069.00 Lakhs in relation to wheeling charges for the period 01 April 2008 to 31 March 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC). In this regard, the Company has paid under protest an amount of ₹2,817.00 Lakhs and had filed an appeal before Appellate Tribunal for Electricity (APTEL) on 24 April 2019, at New Delhi which is to be heard and settled. In the meantime, APTEL vide order dated 11 December 2023 directed to deposit further amount of ₹1,218.00 Lakhs with HPSEBL in order to make a total deposit equal to 50% of the demand in arrears. Accordingly, the Company has deposited the additional amount of ₹1218.00 Lakhs on 05 January 2024 and the aggregate amount deposited as at 31 March 2024 is ₹4,035.00 Lakhs.

During the previous year, HPERC vide Order dated 30 November 2022 determined the voltage wise wheeling charges for the period 01 July 2019 to 31 October 2022. Based on the legal opinion obtained, the Company is of the view that APTEL will adopt the same analogy for determination of wheeling charges for the period 01 April 2008 to 31 March 2019. Considering the same, based on legal advice, the Company believes that there might be high likelihood of final orders with wheeling charges at least in the range of tariff rates announced for the period 01 July 2019 to 31 October 2022. Accordingly, based on management's assessment, the Company had created additional provision of ₹377.00 Lakhs during the previous year related to wheeling charges on or before 30 June 2019 in addition to the amount of ₹954.00 Lakhs, already provided for in earlier years post which the aggregate amount of provision carried in respect of the matter as at 31 March 2024 is ₹1,331.00 Lakhs.

Based upon the legal opinion, the Company is of the view that the demand for the period 01 April 2008 to 31 March 2019 is not legally tenable and would not result in any further material liability on the Company.

(iii) In case of ADHPL*

Particulars	As at March 31, 2024	As at March 31, 2023
Claims against ADHPL not acknowledged as debt:		
-Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	-	1,459.58
-Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
-Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	64.75	64.75

* AD Hydro Power Limited (ADHPL) believes that these claims/demands are not probable to be decided against ADHPL and therefore, no provision for the above is required.

- a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ₹1459.58 Lakhs on the Company under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 01, 2005 to July 31, 2012. The Company is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e. from the date when the rules were notified and up to the date when factory license was granted to the Company). In view of this, there is no question of payment of Cess prior to December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on the Company's view has been already paid and provided for in the books of accounts. The Company had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

During the year, the Hon'ble High Court of Himachal Pradesh, Shimla vide order dated March 27, 2024 has quashed and set aside the impugned order dated January 23, 2013 with a direction to Assessing Authority to re-assess the leviable cess against the petitioner strictly in terms of the judgments passed by Hon'ble Apex Court in Uttar Pradesh Power Transmission Corporation Limited and another vs. CG Power and Industrial Solutions Limited and another (2021)6, SCC 15 and Lanco Anpara Power Limited vs. State of Uttar Pradesh and others (2016)10 SCC 329 expeditiously.

Pending any further directions by the Assessing Authority and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- b) During the year ended March 31, 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ₹1,427.00 Lakhs on the ADHPL towards Local Area Development Fund (LADF) which was determined considering 1.5% of the final cost of the project of the ADHPL of ₹1, 60,700.00 Lakhs. The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of the ADHPL i.e. ₹92,200.00 Lakhs in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the ADHPL aggregating to ₹1,423.00 Lakhs. Had there been considered/computed appropriately, the above demand would not arise. Management is of the view that the ADHPL has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.
- c) During the year ended March 31, 2013, the Department of Fisheries directed the ADHPL to pay an amount of ₹100.00 Lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. The ADHPL had filed a Writ Petition in the Hon'ble High Court of Himachal Pradesh against the said demand and based on the directive of Hon'ble High Court of Himachal Pradesh has deposited ₹35.00 Lakhs to Department of Fisheries.

Management is of the view that the ADHPL is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required. However, the ADHPL had written off the deposit amount as there is no movement in this case for more than 5 years and has disclosed the balance of ₹64.75 Lakhs as contingent liabilities.

- d) The ADHPL is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the ADHPL is remote and thus these cases will not have any material impact on the financial statements and no provision is required.
- e) On December 24, 2021, the ADHPL has received a demand of ₹5,833.00 Lakhs from Central Transmission Utility of India Limited ("CTUIL") in relation to relinquishment charges for surrender of Long Term Access rights with Power Grid Corporation of India Limited, which in the opinion of the ADHPL, is not in accordance with the methodology specified by the CERC vide Order dated March 08, 2019 in petition no. 92/MP/2015. During the year, the ADHPL has received bill of ₹5,833.00 Lakhs from CTUIL on 12 March 2024.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

Based on consideration of the information available till date, the ADHPL had computed the relinquishment charges as per methodology specified by aforesaid order, along with interest, amounting to ₹1,632.09 Lakhs and has provided for in the books of account during the previous year. Based on the management's assessment, no additional provision is required.

(iv) In case of ICCSL

As per information available with the management there is no contingent liability as at March 31, 2024. However company has provided a bank guarantee in favour of Adani Green Energy Limited of ₹8.00 Lakhs on 03rd April 2023 and ₹33.00 Lakhs Lien earmarked against bank guarantee in favour of NRED CAP.

(v) In case of NHPL

As per the information available from the management, as certified by them, there is no contingent liability as at March 31, 2024.

(vi) In case of CHYPL

As per the information available from the management, as certified by them, there is no contingent liability as at March 31, 2024.

(vii) In case of REPL

As per the information available from the management, as certified by them, there is no contingent liability as at March 31, 2024.

II. Commitments**(i) In case of MPCL**

- a) The MPCL has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura substation to Nalagarh (i.e. interstate point - substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- b) The MPCL does not have any other long term commitments of material non-cancellable contractual commitments/contracts including derivatives contract for which there were any material foreseeable losses.
- c) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) are ₹Nil (Previous year ₹Nil).

(ii) In case of ADHPL

- a) The ADHPL has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The ADHPL does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.
- b) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) are ₹Nil (Previous year ₹Nil).
- c) The ADHPL has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy at agreed price with the commitment to provide 18% of the deliverable energy at free of cost to HPSEB.

(iii) In case of ICCSL

There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard (Ind AS 39) as it is not probable that an outflow of resources embodying economic benefit will be required.



(iv) In case of NHPL

Estimated amount of contracts remaining to be executed on capital account and not provided for as on the date of balance sheet (net of advances) are ₹Nil (previous year ₹Nil).

Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advance) ₹Nil (previous year ₹Nil).

(v) In case of CYHPL

The company has filed application to surrender the Chango Yangthang HEP 180 MW to Directorate of Energy, Government of Himachal Pradesh. Therefore, Capital contracts remaining to be executed on capital account and not provided for as on the date of Balance Sheet (net of advances) are ₹Nil (previous year ₹Nil).

(vi) In case of REPL**Capital commitment****Capital expenditures contracted for at the balance sheet date but not recognised in the financial statements**

	March 31, 2024 (₹ in Lakhs)	March 31, 2023 (₹ in Lakhs)
Property, plant and equipment	2,192.76	2,094.38
Intangible assets under development	-	10.92
	2,192.76	2,105.30

38. The 100% shares of BG Wind Power Limited (erstwhile wholly owned subsidiary) held by the company has been transferred to RSWM Limited on 06th April 2023.

The Quadripartite Agreement was executed amongst BG Wind Power Limited (BG Wind), its term loan lender and the company, the effective date of the said agreement is from the date of transfer of the equity shares of BG Wind to M/s RSWM Limited. BG Wind has also entered into long term PPA with RSWM for sale of power under captive mechanism. The Quadripartite Agreement was executed in order to revive BG Wind so that not only BG Wind is able to run its operation smoothly but also to secure the interest of all the stakeholders.

As per the agreement, terms and conditions subject to which loan was granted by BG Wind's term loan lenders and the company, was amended and is agreed to be paid as per waterfall mechanism mentioned in the said agreement with priority to term loan lenders. A priority right is also provided in the said agreement, whereby the company (BEL) shall have first right over the amount of unbilled revenue to be received by BG Wind from Discom. The interest bearing loan amount provided by the company to BG Wind after 6th April 2023 is also have priority of repayment as well as interest. As per agreed terms, both the unbilled revenue and loan amount given after 6th April 2023 shall be out of waterfall mechanism of the Quadripartite Agreement and therefore, the company has shown ₹1267.02 Lakhs (to the extent of Unbilled revenue in BG Wind) and interest bearing loan of ₹403.03 Lakhs as current portion.

In pursuance to the agreement as mentioned above, the company has also adjusted the fair value of loan under the head "Investment" by reinstating the original loan amount.

39. During the current year, the company has terminated the existing O&M agreement with respect to O&M of WTGs and appointed a new O&M operator and entrusted with task of restoration of breakdown WTGs as well. Pursuant to this, the company has booked expenditure on account of O&M and Repair and Maintenance. The company has filed insurance claim against machinery breakdown and generation loss, the claim of which yet to be assessed by insurance company, therefore not accounted for in the current year.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****40. Corporate Social Responsibility (CSR)****a) In Case of Holding Company**

The provision of Corporate Social Responsibility (CSR) as mentioned in section 135 of the Companies Act, 2014 read with Companies (Corporate Social Responsibility Policy) Rules 2014 as amended are not applicable on the company.

b) In Case of MPCL

Where Malana Power Company Limited covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

(₹ in Lakhs)		
Particulars	31-Mar-24	31-Mar-23
(i) Amount required to be spent by Malana Power Company Limited during the year,	175.00	148.00
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	45.00	52.00
(b) On purposes other than (a) above	118.00	96.00
(iii) Shortfall at the end of the year,	12.00	-
(iv) Total of previous years shortfall,	12.00	-
(v) Reason for shortfall,	Pertains to ongoing projects	
(vi) Nature of CSR activities,	Health, Education, Rural Development, Women Empowerment, Swachhta Bharat Abhiyan	Health, Education
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

c) In Case of ADHPL

Where AD Hydro Power Limited covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

Particulars	31-Mar-24	31-Mar-23
(i) Amount required to be spent by AD Hydro Power Limited during the year,	239.00	108.50
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	33.00	-
(b) On purposes other than (a) above	169.00	108.50
(iii) Shortfall at the end of the year,	37.00	-
(iv) Total of previous years shortfall,	37.00	-
(v) Reason for shortfall,	Pertains to ongoing projects	
(vi) Nature of CSR activities,	Health, Education, Rural Development, Women Empowerment, Swachhta Bharat Abhiyan	Health, Education
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-



Bhilwara Energy Limited

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Notes to the Consolidated Financial Statements for the year ended March 31, 2024

41. Other disclosures:

(i) In case of Holding Company

Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the year 2017-2018, the company has entered into share purchase agreement with its joint venture partner M/s. Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ₹625.00 Lakhs (Nepali 100,093,750) as against its total investment of ₹1,600.00 Lakhs. The due date for sale was 30th June 2018, which was extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party. The transaction of sale of share of Balephi has not yet materialized.

Thereafter, the Company has made a total impairment of ₹1,471.61 Lakhs (Previous year impairment of ₹1471.61 Lakhs) for diminution in value of investments.

(ii) In case of REPL:

a) Information on lease transaction pursuant to Ind AS 116 – Leases

The REPL has entered into lease agreements for use of office premises. Each lease is reflected on the balance sheet as a right-of-use asset and as a lease liability, with the exception of short-term leases and leases of low-value underlying assets. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets. The REPL currently classifies its right-of-use assets in a consistent manner in leasehold office premises under right-of-use assets.

During the year ended March 31, 2022 the REPL had terminated the lease agreement for which REPL recognised right-of-use asset ₹8.60 Lakhs and lease liability ₹8.60 Lakhs in FY 2019-20, using the full retrospective approach as per Ind AS 116 'Leases' adoption from April 01, 2021. Termination has led to derecognition of Right-of-use assets and Lease liabilities at carrying value of ₹4.85 Lakhs and ₹5.74 Lakhs, correspondingly difference between Right-of-use and lease liability was charged to Statement of profit and loss.

During the year ended March 31, 2023 the REPL had entered into two more lease agreement for which REPL recognised right-of-use asset of ₹17.46 Lakhs and lease liability of ₹16.56 Lakhs.

b) Provision for warranty is made for estimated warranty claims in respect of sale of certain Lithium-ion storage batteries which are still under warranty at the end of the reporting period, the estimated cost of which is accrued at the time of sale. These claims are expected to be settled as and when warranty claims arise. The provision for warranty claims represents the present value of the Management's best estimate of the future outflow of economic benefits that will be required under the REPL's obligation for warranties. Management estimates the provision based on industrial standards and Lithium-ion battery degradation cycle affecting product quality. The products warranties are generally covered under back-to-back warranty provided by OEM's to the REPL.

c) The disclosure note for movement in provision as required under Ind AS 37 has been given at Note 22 in REPL

d) The REPL has sanctioned working capital borrowings (Cash credit facility) secured on the basis of Current assets (Refer Note 20 in REPL). But since the REPL is yet to avail cash credit facility from bank, so there is no requirement to submit quarterly statements till the period ending March 31, 2024.

e) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the REPL to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the REPL ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.



f) No funds have been received by the REPL from any person(s) or entity (ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

g) The Payment of Bonus Act, 1965 is applicable to the REPL, but since REPL is a newly setup establishment as per provision of Section 16 (1A) of the act, so bonus is not paid.

(iii) In case of MPCL:

a) The Board of Directors of the MPCL in their meeting held on May 10, 2023 had declared an interim dividend of ₹13.50 per equity share (Previous year ₹8.60 per equity share) of face value ₹10 aggregating to ₹19,916.00 Lakhs (Previous year ₹12,687.00 Lakhs). The record date for the payment was May 10, 2023 and the same was paid on May 22, 2023. The MPCL has not declared nor proposed final dividend during the year.

b) Effective April 01 2019, the Group adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹23.00 Lakhs as at April 01, 2019 as disclosed in Note 3. (MPCL)

c) In July 2023, Himachal Pradesh (H.P.) had witnessed unprecedented rainfall, resulting in flash floods and landslides across many districts of H.P. including Kullu which led to severe disruption in the business operations and the damage to assets at the plant. The MPCL is insured for damage of assets and loss on account of "Business Interruption" ("BI"). The MPCL has filed claim with the insurance company for damage of assets and BI.

The MPCL will recognise the amount that would be determined by the Insurance Company to the Statement of Profit and Loss Account on such determination.

(iv) In case of ADHPL:

a) Impairment of Property, Plant and Equipment's

As on March 31, 2024, the ADHPL has net worth of ₹1,35,740.00 Lakhs (Previous Year ₹1,26,288.00 Lakhs) and accumulated profits of ₹37,794.00 Lakhs as at March 31, 2024 (Previous Year accumulated profits amounting ₹20,343.00 Lakhs). Based on financial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that profits will continue to accrue on account of expected increase in tariff and there are no impairment indicators and hence no adjustments are required to the carrying value of property, plant and equipment on account of impairment and the ADHPL will have sufficient cash flow to meets its future obligations.

b) Dispute related to parties using the transmission line

During the earlier years, the ADHPL had raised invoices to parties using the dedicated transmission system of the ADHPL based on capital cost of ₹41,661.00 Lakhs in terms of Interim Agreement with the parties. Subsequently, Central Electricity Regulatory Commission ("CERC") vide order dated 17 October 2019, approved the capital cost of Transmission System at ₹23,892.00 Lakhs as against the capital cost submitted by the ADHPL of ₹41,661.00 Lakhs [on the date of commercial operation date ('COD')]/ ₹45,284.00 Lakhs (with additional capitalization). In October 2019, the ADHPL had challenged the CERC order before Appellate Tribunal for Electricity ('APTEL').



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

On 31 October 2022, the ADHPL had received order from APTEL, wherein the transmission system of the ADHPL was declared as deemed inter-state transmission system (ISTS system) with retrospective effect and remanded the case to CERC for calculation of transmission tariff based on Point of Connection ("POC") mechanism. Further, on 13 April 2023, the ADHPL has received order from CERC, wherein the transmission charges of the ISTS system are to be paid through POC pool. Further, on 31 August 2023, APTEL has set aside the CERC order dated 17 October 2019.

On February 05, 2024, CERC has allowed capital cost of ₹36,228.00 Lakhs (80% of the capital cost claimed as on March 31, 2024) for the period 01 January 2024 to 31 March 2024 as an interim measure which is subject to adjustment as per Regulation 10(7) of the 2019 Tariff Regulations and prudence check of the capital cost claimed by the ADHPL.

During the year, the ADHPL has received income from POC pool and accordingly recognized revenue from transmission line from 13 April 2023 to 31 Dec 2023 based on the capital cost approved by CERC vide order dated 17 October 2019 and from 01 January 2024 to 31 March 2024 based on CERC order dated February 05, 2024. Revenue for the period 09 August 2011 to 12 April 2023 has not been recognized on account of uncertainty related to the capital cost.

Based on the management's assessment, the matter related to the capital cost is sub-judice and pending adjudication, hence in absence of certainty on the outcome of the matter, the ADHPL will recognize revenue from transmission line for the period 09 August 2011 to 12 April 2023 as and when determined by CERC.

- c) Effective April 01, 2019, the ADHPL adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹3,738.00 Lakhs as at April 01, 2019 as disclosed in Note 3 of ADHPL.
- d) In July 2023, Himachal Pradesh (H.P.) had witnessed unprecedented rainfall, resulting in flash floods and landslides across many districts of H.P. including Kullu which led to severe disruption in the business operations and the damage to assets at the plant. The Company is insured for damage of assets and loss on account of "Business Interruption" ("BI"). The Company has filed claim with the insurance company for damage of assets BI.

The ADHPL will recognize the amount that would be determined by the Insurance Company to the Statement of Profit and Loss Account on such determination.

- e) There are no amounts that are due to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules made thereunder.

f) Title deeds of Immovable Properties not held in the name of AD Hydro Power Limited

Details of all the immovable properties (other than properties where ADHPL is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

Relevant line in the Balance Sheet	Description of items of property	Gross carrying value	Title deeds held in the name of	Whether the title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the ADHPL
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	2.2158 hectares	₹566.32 Lakhs	Concerned Landowners	No	The additional private land was purchased between 2005 to 2014	The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. The additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of ADHPL. The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Govt. Permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	0.5142 hectares	₹139.43 Lakhs	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place. The guest house has been constructed and Directorate of Energy, Government of Himachal Pradesh has also issued the "Essentiality Certificate" for the private land of IBEX Guest House on 6th July, 2023.

(v) In case of ICCSL:

- a) Retention and Earnest money deposit amounting to ₹28.58 Lakhs (previous year ₹28.58 Lakhs) is outstanding for recovery from various parties since long. However, the management is hopeful to recover this amount and no provision has been considered at present.
- b) Security Deposit amounting to ₹25.28 Lakhs (previous year ₹39.60 Lakhs), Out of the above ₹4.00 Lakhs is outstanding for recovery / adjustment since 2012. However, the management is hopeful to recover this amount and no provision has been considered at present.
- c) In F.Y 2011-12, PF Deposit systems were shifted to online mode from Manual submission mode. During March'12 & April'12, ICCSL has deposited the Employee's Contribution as well as its own contribution in EPFO but due to some technical issues those contributions were not reflected in the respective employees EPFO accounts. ICCSL raised the matter continuously with the EPFO authorities, as a result during financial year 2018-19, PF authorities returned the amount pertaining to above said period to ICCSL with stipulation that the ICCSL will redeposit the amount in respective employee's EPFO A/c.
- d) Balance of Trade Receivable / Payable Loans / Advances are subject to confirmation.
- e) In the opinion of the Management and to the best of their knowledge and believe, the value on realization of current assets, Loan & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.



Bhilwara Energy Limited

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Notes to the Consolidated Financial Statements for the year ended March 31, 2024

- f) Further, the ICCSL has created the liability in its books of account against the amount of EPF received from PF authority and redeposited the contribution to the extent it can trace the retrenched employees. In addition to above, there is Contribution amounting to ₹2.44 Lakhs which is still pending to deposit on account of non-traceability of past employees.

(vi) In case of NHPL:

- a) The project of NHPL is on hold for quite some time due to suspension of environment clearance by Hon'ble National Green Tribunal and thereafter Wildlife Institute of India (WII) in its report has mentioned that project could not be undertaken at the project site.

As per directions of Hon'ble Supreme Court, arbitration notice was sent to GoAP and have also indicated the name of arbitrator. Simultaneously, efforts were initiated to settle the issue by mutual negotiations. As the project is not doable any more, NHPL has decided not to implement the project and sought the refund of upfront premium of ₹2,546.80 Lakhs from GoAP invoking the clauses of MoA and presently the matter is under litigation with GoAP.

Accordingly, the Board of Directors of NHPL on dated 15th June 2022 decided to write-off Capital Work-in-Progress (CWIP) including pre-operative expenses net of waiver of loan from Holding Company (Bhilwara Energy Limited (BEL)) and charged to the statement of profit & loss (shown under exceptional items) during the year except the upfront premium paid.

- b) The Information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("The Act") have been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. The information has been relied upon by the auditors.

c) Impairment review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the NHPL at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:-

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

- d) The Board of NHPL in their meeting held on 07th February 2023 has approved the reduction of share capital of the NHPL from present level of ₹10,000.00 Lakhs divided into 1,000.00 Lakhs equity shares of ₹10.00 each fully paid-up to ₹5.00 Lakhs divided into 50,000 equity shares of ₹10.00 each fully paid-up of the NHPL by cancellation and extinguishment of issued, subscribed and paid-up equity share capital of ₹9,995.00 Lakhs. This was subsequently approved by the shareholders of the NHPL also in their meeting held on 24th February 2023. The Petition for the Reduction of Share Capital has been filed before the Hon'ble NCLT on March 13, 2023. Presently, the same is pending for approval before Hon'ble NCLT.

Subsequently, the existing company secretary of NHPL resigned. Thereafter, the NHPL could not find the qualified company secretary, who is willing to join and fill the vacancy due to financial position including erosion of entire net worth and presently no future prospect of NHPL.



(vii) In case of CHYPL:

- a) The Board, in order to realign the relation between assets and share capital of the Company and to accurately and fairly reflect the assets and liabilities of the Company in its books of accounts and for better presentation of the financial position of the Company, decided to reduce its share capital from ₹10 per share to ₹5 per share and accordingly filed an application with NCLT after getting requisite approval from the shareholders in the Extra Ordinary General Meeting held on 15th December, 2017.

The Hon'ble NCLT vide its order dated 08th August, 2018 approved the reduction of paid up share capital ₹6,000.00 Lakhs divided into 600.00 Lakhs share of ₹10 each to ₹3,000.00 Lakhs divided into 600.00 Lakhs share of ₹5 each.

b) Material Uncertainties relating to going concern

The CYHPL has written off Capital Work in progress during the financial year 2017-2018 ₹2,713.18 Lakhs on account of board decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to the below main reasons/events.

Delay and uncertainty in project execution

Local Unrest-The CYHPL has closed the project office and stop all site activities again due to continuous unrest from the local villagers and habitants from the villages of Project Area. Security and safety issues of the employees and other assets of the company have also become important now. Protests & representations by the local panchayats and Sangharsh Samiti are continued. The State Pollution Control Board has not been able to conduct the public hearing for the project in last two years despite the completion of all formalities from our side.

Long Delay in Government Approvals and licenses lapse

The proposal for forest clearance lying pending with the office of the Nodal Officer, State Forest Department, Shimla for want of FRA Certificates for almost two & half years.

The applications for NOC from Ministry of Home Affairs was submitted by us to Government of Himachal Pradesh vide our letter dated July 27, 2011.

It's a border area project and requires the clearance from Ministry of Defence, Government of India. The application for NOC from Ministry of Defence was filed on December 20, 2012.

TEC and TOR from MoEF has expired or is expiring shortly.

Since the project is not to be executed purely on account of various social-legal issues neither in the control of the CYHPL nor in the control of local administration/authorities, the company requested for refund of security deposit and upfront premium paid for the project amounting to ₹3,969.45 Lakhs. In response to the request dated February 01, 2018 the Government has not considered the request of Company for surrender of the Project and refund of the Premium and Security. However, GoHP mentioned that the CYHPL can apply for the extension in time lines without levy of the extension fees till the ground situation become favorable towards implementation of Hydro Electric Projects.

The CYHPL on February 16, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of the CYHPL nor in the control of local administration/authorities. GoHP vide Notification dated November 03, 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed on November 14, 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL.



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During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project. The said committee discussed the Sutlej Valley projects on February 18, 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same. This CYHPL was incorporated as a Special Purpose Vehicle for above said 180MW HEP project and is a wholly owned subsidiary of Bhilwara Energy Limited (BEL) with no external debt.

(viii) In case of BJCL, Nepal:**a) Going Concern**

The Financial Statements are prepared on the assumption that the BJCL is a going concern.

b) Current (Income) Tax

Provision for current (income) tax is recognised as per applicable provisions of Income Tax Act 2058 & Rules, 2059 along with amendments that are applicable in particular income year.

c) Exchange rate

Transactions in foreign currency are recognized at the exchange rates prevailing on the date of transactions. All monetary items in balance sheet which are required to be settled in foreign currency are translated applying exchange rates prevailing on the balance sheet date.

d) Pre-operating expenses have been booked in expenses pertaining to capitalization since the company is in construction phase and it will be capitalized accordingly at the same time as the power production will commence.**e) Mr. Trilok Chand Agrawal and Mr. Subhash Chandra Sanghai has given personal guarantees of ₹88.50 Lakhs each and Mr. Vishal Agarwal has submitted ₹31.25 Lakhs Citizen Saving Bond for issue of Bank Guarantee to Laxmi Sunrise Bank Ltd. for the PPA purpose.****42. The company is operating 14 MW (7 WTGs of 2 MW each) wind power project in Maharashtra since March 2014. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.****43. Related Party Disclosures****a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).**

i. Malana Power Company Limited (MPCL)	-Subsidiary
ii. AD Hydro Power Limited (ADHPL)	-Subsidiary of Subsidiary (MPCL)
iii. Indo Canadian Consultancy Services Limited (ICCSL)	-Subsidiary
iv. Replus Engitech Private Limited. (REPL)	- Subsidiary (w.e.f 06 th March 2023)
v. NJC Hydro Power Limited (NHPL)	-Subsidiary
vi. Chango Yangthang Hydro Power Limited (CYHPL)	-Subsidiary
vii. BG Wind Power Limited. (BGWPL)	- Subsidiary (up to 05 th April 2023)
viii. Balephi Jalvidhyut Company Limited, Nepal (BJCL)	-Subsidiary



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Notes to the Consolidated Financial Statements for the year ended March 31, 2024

b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture.

- i. HEG Limited
- ii. Statkraft Holding Singapore PTE Limited
- iii. Statkraft Market Private Limited, India
- iv. Statkraft Invest Asia Pte. Limited, Singapore
- v. Statkraft India Private Limited
- vi. RSW Inc.

c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

- i. Mr. Ravi Jhunjunwala
- ii. Mr. Riju Jhunjunwala
- iii. Mr. Rishabh Jhunjunwala
- iv. Mrs. Rita Jhunjunwala

d) Key Managerial Personnel and their relatives

In case of Holding Company:

- | | |
|------------------------------|---------------------------|
| i. Mr. Ravi Jhunjunwala | - Chairman |
| ii. Mr. Riju Jhunjunwala | - Managing Director |
| iii. Mr. Rishabh Jhunjunwala | - Managing Director |
| iv. Dr. Kamal Gupta | - Director |
| v. Ms. Niharika Bindra | - Director |
| vi. Mr. Krishna Prasad | - Chief Financial Officer |
| vii. Mr. Ravi Gupta | - Company Secretary |

In case of subsidiaries:

- i. Mr. O.P. Ajmera (Director in NHPL, CYHPL & ICCSL and Executive Director, CEO and CFO in MPCL and Director, CFO in ADHPL)
- ii. Mr. T. N. Thakur (Independent Director)
- iii. Mr. Pankaj Kapoor (Manager, ADHPL)
- iv. Mr. Arvind Gupta (Company Secretary, MPCL & ADHPL), Cessation on 01st March 2023
- v. Mr. Ankur Vijay (Company Secretary, MPCL & ADHPL), w.e.f. May 01, 2023
- vi. Mr. Ravi Gupta (Company Secretary, NHPL), Cessation on 1st May 2023
- vii. Mr. Krishna Prasad (Chief Financial Officer, NHPL)
- viii. Mr. Sushil Kumar (Chief Financial Officer, CYHPL)
- ix. Mr. Pradeep Kumar Sharma (Manager, CYHPL)
- x. Mr. Naveen Kumar Vaid (Company Secretary, CYHPL) - w.e.f. 29th April 2022
- xi. Mr. Naveen Kumar Vaid (Company Secretary, CYHPL) - Cessation on 06th May 2022
- xii. Mr. Ravi Gupta (Company Secretary, CYHPL)-w.e.f. 02nd May 2023
- xiii. Mr. Hiren Pravin Shah (Director & CEO, REPL)
- xiv. Mr. Ankur Khaitan (Non-Executive Director, REPL)
- xv. Mr. Ankit Kanchal (Non-Executive Director, REPL)
- xvi. Mr. Hiren Pravin Shah (Director & CEO)
- xvii. Mr. Ankur Kheitan (Non-Executive Director)
- xviii. Mr. Ankit Kanchal (Non-Executive Director)
- xix. Ms. Mayur Shah (Relatives of KMPs / Director)



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.**

- i. RSWM Limited (RSWML)
- ii. HEG Limited (HEGL)
- iii. BG Wind Power Limited (BGWPL) w.e.f 06th April 2023
- iv. BSL Limited (BSL)
- v. Bharat Investments Growth Limited (till 03 March 2023)
- vi. Bhilwara Infotechnology Limited (till 03 March 2023)

f) Trust under common control

- i. Malana Power Company Limited Employees Gratuity Trust
- ii. Malana Power Company Limited Sr. Executive Company Superannuation Scheme Trust
- iii. AD Hydro Power Limited Employees Group Gratuity Trust
- iv. AD Hydro Power Limited Sr. Executive Company Superannuation Scheme Trust

(₹ in Lakhs)

With parties referred to in item (a) above	As at March 31, 2024	As at March 31, 2023
Guarantees given by the company		
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited*	-	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited*	-	4,300.00
Corporate Guarantee in favour of HDFC Bank Limited for term loan availed by Replus Engitech Private Limited.	9,800.00	-

*On transfer of equity investment in M/s BG Wind Power Limited to RSWM Limited on dated 6th April 2023, the Corporate Guarantee is no longer subsist pursuant to quadripartite agreement executed amongst the company, BG Wind Power Limited and lenders of BG Wind Power Limited.

With parties referred to in item (b) above	As at March 31, 2024	As at March 31, 2023
Reimbursement of expenses paid by MPCL to HEG	15.17	10.73
Amount Paid by ADHPL to Statkraft Market private limited, India towards trade margin	46.94	28.09
Amount Paid by MPCL to Statkraft Market private limited, India towards trade margin	22.55	19.02

With parties referred to in item (c) above	As at March 31, 2024	As at March 31, 2023
Remuneration paid to Mr. Ravi Jhunjunwala by MPCL	430.34	550.00
Rent paid to Mr. Riju Jhunjunwala by MPCL	21.21	20.49
Rent paid to Mr. Rishabh Jhunjunwala by MPCL	21.21	20.49
Remuneration paid to Mr. Riju Jhunjunwala by BEL	332.03	98.30
Remuneration paid to Mr. Rishabh Jhunjunwala by BEL	380.15	98.30



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****(₹ in Lakhs)**

With parties referred to in item (d) above, other than those included in (c) above	As at March 31, 2024	As at March 31, 2023
Rent paid to Mrs. Rita Jhunjhunwala by MPCL	21.85	21.11
Remuneration paid to Mr. Pankaj Kapoor by ADHPL	45.32	38.46
Remuneration to Mr. Arvind Gupta by MPCL	-	26.76
Remuneration paid to Dr. Kamal Gupta by ADHPL	9.74	-
Remuneration paid to Mr. T. N. Thakur by ADHPL	9.74	-
Remuneration to Mr. O P Ajmera by MPCL	383.34	396.00
Remuneration paid to Dr. Kamal Gupta by MPCL	8.85	11.51
Remuneration paid to Mr. T. N. Thakur by MPCL	8.85	11.51
Remuneration paid to Mr. Ankur Vijay by MPCL	15.63	-
Remuneration paid to Mr. Ravi Gupta by BEL	48.04	40.83
Remuneration paid to Mr. Krishna Prasad by BEL	38.34	32.87
Remuneration to Mr. Sushil Kumar by CYHPL	12.39	10.43
Remuneration to Mr. Hiren Pravin Shah by REPL	61.19	51.33
Loan to Mr. Hiren Pravin Shah by REPL	30.00	-
Remuneration to Mr. Ankur Khaitan by REPL	-	34.17
Remuneration to Mr. Ankit Kanchal by REPL	-	22.44
Remuneration to Mr. Pradeep Kumar Sharma by CYHPL	25.36	22.87
Remuneration to Mr. Naveen Vaid by CYHPL	-	0.11
Remuneration to Mr. Naveen Vaid by BGWPL	6.28	4.87
Remuneration to Mrs. Poonam Gupta by BGWPL	-	0.46
Sitting fees to Ms. Niharika Bindra-Director	1.00	1.50
Loan to Mr. Rahul Sharma BGWPL	4.00	-
Remuneration to Mr. Rahul Sharma by BGWPL	8.85	7.70

With parties referred to in item (e) above	As at March 31, 2024	As at March 31, 2023
Reimbursement of expenses paid to RSWM by ICCSL	17.78	13.33
Consultancy Services provided to RSWM by ICCSL	162.84	162.84
Reimbursement of expenses paid to RSWM by BEL	6.21	5.02
Reimbursement of expenses paid by RSWM to BEL	4.54	2.54
Reimbursement of expenses paid by BEL to HEG	3.94	2.71
Reimbursement of expenses paid by RSWM to ADHPL	10.28	9.00
Reimbursement of expenses paid by HEG to ADHPL	18.63	14.00
Reimbursement of expenses paid by BSL to ADHPL	13.31	11.00
Reimbursement of insurance expenses by HEG Ltd. To ICCSL	7.56	4.92
Reimbursement of insurance expenses by BSL to MPCL	10.39	8.00
Reimbursement of expenses paid by MPCL to HEG	15.17	10.73
Reimbursement of expenses paid by BSL to BEL	0.31	0.44
Reimbursement of expenses paid by MPCL to RSWM	19.46	13.99
Reimbursement of expenses incurred by Hiren Pravin Shah	10.21	5.65
Reimbursement of expenses incurred by Ankur Khaitan	-	9.26
Reimbursement of expenses incurred by Mayur Shah	9.08	5.51
Rent paid to RSWM by BEL	7.40	7.16
Rent paid to RSWM by ICCSL	11.88	11.00
Rent paid to RSWM by ADHPL	11.94	11.94
Rent paid to RSWM by MPCL	16.95	16.71



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****(₹ in Lakhs)**

With parties referred to in item (f) above	As at March 31, 2024	As at March 31, 2023
Addition in contribution MPCL Employee Group Gratuity Trust	53.26	9.66
Addition in contribution MPCL Senior Executive Group Superannuation Trust	19.38	89.05
Benefits paid on behalf of MPCL Employee Group Gratuity Trust	90.84	90.84
Contribution towards Sr. Executive Group Superannuation Scheme Trust-MPCL	7.64	-
Contribution towards Employees Group Gratuity Trust-ADHPL	62.00	-
Contribution towards Sr. Executive Group Superannuation Scheme Trust-ADHPL	21.00	9.00
Benefits paid on behalf of ADHPL Employee Group Gratuity Trust	5.00	11.26

Outstanding from Persons referred to in (b) & (e)**I. In case of MPCL:**

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Receivable at the year-end:		
-Statkraft Market Private Limited, India	116.25	113.89

II. In case of ADHPL:

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Receivable at the year-end:		
-Statkraft Market Private Limited, India	228.77	232.07

III. In case of ICCSL:

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Receivable at the year-end:		
RSWM Ltd.	12.42	12.42

Outstanding from Persons referred to in (c) & (d)**I. In case of Holding Company:**

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Receivable at the year-end:		
Mr. Krishna Prasad- Home Loan	-	0.17

II. In case of REPL:

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Receivable at the year-end:		
Mr. Hiren Pravin Shah-Loan	25.85	-

III. In case of BGWPL:

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Receivable at the year-end:		
Mr. Rahul Sharma-Home Loan	3.40	-



Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Consolidated Financial Statements for the year ended March 31, 2024**IV. In case of CYHPL:**

(₹ in Lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Receivable at the year-end:		
Mr. Sushil Kumar-Home Loan	1.13	1.93

V. In case of MPCL:

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Payable at the year-end:		
Commission payable to Mr. Ravi Jhunjhunwala	227.00	369.00
Commission payable to Mr. Om Prakash Ajmera	77.00	121.00

VI. In case of REPL:

Particulars	As at March 31, 2024	As at March 31, 2023
Employee Benefit Expenses Payable at the year-end:		
Payable to Mr. Hiren Pravin Shah	2.34	2.95
Payable to Mr. Ankur Khaitan	-	-
Payable to Mr. Ankit Kanchal	-	1.14
Payable to Ms. Mayur Shah	0.76	0.66

Security Deposit / Advance from Persons referred to in (c) & (d)**I. In case of Holding Company:**

Particulars	As at March 31, 2024	As at March 31, 2023
Balances Payable at the year-end:		
Mr. Krishna Prasad - Security Deposit for Car	5.60	5.23
Mr. Ravi Gupta-Security Deposit for Car	4.43	4.34

44.Compensation of Key Managerial Personnel #**I. In case of Holding Company:**

Particulars	As at March 31, 2024 (₹ in Lakhs)				
	Mr. Riju Jhunjhunwala (Managing Director)	Mr. Rishabh Jhunjhunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	324.83	372.95	43.76	35.06	776.60
Defined Contribution Plan					
-PF	7.20	7.20	2.34	1.79	18.53
-NPS	-	-	1.95	1.49	3.44
Total	332.03	380.15	48.05	38.34	798.57

Particulars	As at March 31, 2023 (₹ in Lakhs)				
	Mr. Riju Jhunjhunwala (Managing Director)	Mr. Rishabh Jhunjhunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	91.78	91.78	37.09	29.97	250.62
Defined Contribution Plan					
-PF	6.52	6.52	2.04	1.58	16.66
-NPS	-	-	1.70	1.32	3.02
Total	98.30	98.30	40.83	32.87	270.30



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****II. In case of MPCL:**

Particulars	As at March 31, 2024 (₹ in Lakhs)			
	Mr. Ravi Jhunjhunwala (CMD)	Mr. O P Ajmera (CEO & CFO)**	Mr. Ankur Vijay (CS)*	Total
Short Term Benefit ##	417.49	366.81	14.84	799.14
Defined Contribution Plan - PF	12.85	16.53	0.79	30.17
Total	430.34	383.34	15.63	829.31

Particulars	As at March 31, 2023 (₹ in Lakhs)			
	Mr. Ravi Jhunjhunwala (CMD)	Mr. O P Ajmera (CEO & CFO)**	Mr. Arvind Gupta (CS)*	Total
Short Term Benefit ##	538.00	381.00	24.00	943.00
Defined Contribution Plan - PF	12.00	15.00	3.00	30.00
Total	550.00	396.00	27.00	973.00

* As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

**Out of total remuneration paid to Mr. O P Ajmera, ₹92.00 Lakhs (Previous year ₹83.00 Lakhs) has been recovered from Bhilwara Energy Limited.

Excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

III. In case of ADHPL:

Particulars	As at March 31, 2024	As at March 31, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
	Mr. Pankaj Kapoor (Manager)	Mr. Pankaj Kapoor (Manager)
Short Term Benefit	43.24	36.65
Defined Contribution Plan - PF	1.81	1.81
Total	45.05	38.46

IV. In case of CYHPL:

Particulars	As at March 31, 2024 (₹ in Lakhs)			
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Ravi Gupta (CS)*	Total
Short Term Benefits	12.39	25.36	-	37.75
Defined Contribution Plan	-	-	-	-
Total	12.39	25.36	-	37.75

Particulars	As at March 31, 2023 (₹ in Lakhs)			
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)*	Total
Short Term Benefits	10.43	22.87	0.11	33.41
Defined Contribution Plan	-	-	-	-
Total	10.43	22.87	0.11	33.41

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS 19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.



Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Consolidated Financial Statements for the year ended March 31, 2024**V. In case of BJCL, Nepal:**

Name	Relation	As at March 31, 2024	As at March 31, 2023
Purshottam Lal Sanghai	Shareholder	Payable of ₹5.98 Lakhs	Payable of ₹5.98 Lakhs
Subash Chandra Sanghai	Shareholder	Payable of ₹15.77 Lakhs to Subhash Chandra Sanghai	Payable of ₹15.77 Lakhs to Subhash Chandra Sanghai
Govind Lal Sanghai	Shareholder	Payable of ₹53.03 Lakhs to Govind Lal Sanghai	Payable of ₹53.03 Lakhs to Govind Lal Sanghai
Mega Star Reality Private Limited	Common Shareholder and Director	Receivable of ₹45.10 Lakhs for payment of advance to purchase land	Receivable of ₹45.10 Lakhs for payment of advance to purchase land
Triveni Hydro Power Private Limited	Common Shareholder	Payable of ₹106.53 Lakhs	Payable of ₹106.53 Lakhs
Green Ventures Limited	Common Shareholder	Payable of ₹29.38 Lakhs	Payable of ₹29.38 Lakhs
Arpit Agrawal	Relative of Director	Payable of ₹2.50 Lakhs	-
Birendra Kumar Sanghai	Shareholder	Payable of ₹10.00 Lakhs	-
Kiran Devi Sanghai	Shareholder	Payable of ₹4.38 Lakhs	-
Manju Devi Sanghai	Shareholder	Payable of ₹11.56 Lakhs	-
Nikunj Agrawal	Relative of Director	Payable of ₹2.50 Lakhs	-
Nitesh Agrawal	Relative of Director	Payable of ₹16.88 Lakhs	-
Ram Chandra Sanghai	Shareholder	Payable of ₹10.00 Lakhs	-
Sushila Devi Sanghai	Shareholder	Payable of ₹10.94 Lakhs	-
Triveni Energy Pvt Ltd	Common Shareholder	Payable of ₹1.41 Lakhs	-

45. Defined contribution plan**I. In case of Holding Company**

Particulars	As at March, 31 2024	As at March, 31 2023
Employer's Contribution to provident fund	18.53	16.66
Employer's Contribution to NPS fund	3.44	3.02
Total	21.97	19.68

II. In case of MPCL CONSOL:**i. Defined contribution plan****a. Superannuation Fund**

The Group makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Group. The Group does not carry any further obligations, apart from the contributions made on a monthly basis. The Group has recognized ₹21.00 Lakhs (previous year ₹19.00 Lakhs) in the MPCL Consolidated statement of profit and loss account. (Refer Note 23 MPCL CONSOL).

b. Provident Fund

The Group's contribution to Provident Fund for the year ended March 31, 2024 ₹89.00 Lakhs (for the year ended March 31, 2023 ₹78.00 Lakhs) has been recognised in the consolidated Statement of Profit and Loss under the head employee benefits expense. (Refer Note 23 MPCL CONSOL).



ii. Details of defined benefit plan and long term employee benefit plan

a. Gratuity Fund

The Group has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the group. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognized insurer managed funds in India. The group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

b. Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

III. In case of ICCSL:

Defined benefit plan

Disclosures including sensitivity analysis in respect of gratuity and leave encashment have been made as per the valuation of employee benefit done for the year ended March 31, 2024.

46. Employee benefits plan

I. Gratuity

Economic Assumptions	31-Mar-24	31-Mar-23
i) Discounting Rate	7.21 P.A.	7.48 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumption	31-Mar-24	31-Mar-23
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
iii) Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 Years	1.00%	1.00%

(₹ in Lakhs)

1	Assets / Liability	31-Mar-24	31-Mar-23
A	Present value of obligation	1,149.74	980.32
B	Fair value of plan assets	1028.82	866.70
	Net assets / (liability) recognized in balance sheet as provision	(120.92)	(113.62)

Date Ending	31-Mar-24	31-Mar-23
Present value of obligation as at the end of the period	1,149.74	980.32

2	Service Cost	31-Mar-24	31-Mar-23
a)	Current Service Cost	73.06	57.11
b)	Past Service Cost including curtailment Gains/Losses	-	-
c)	Gains or Losses on Non routine settlements	-	-
	Total Service Cost	73.06	57.11



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****(₹ in Lakhs)**

3	Net Interest Cost	31-Mar-24	31-Mar-23
a)	Interest Cost on Defined Benefit Obligation	72.36	62.19
b)	Interest Income on Plan Assets	64.07	61.78
	Net Interest Cost (Income)	8.29	0.41

4	Change in Benefit Obligation	31-Mar-24	31-Mar-23
a)	Present value of obligation as at the beginning of the period	980.32	860.97
b)	Acquisition adjustment	-	-
c)	Interest Cost	72.36	62.45
d)	Service Cost	73.06	57.11
e)	Past Service Cost including curtailment Gains/Losses	-	-
f)	Benefits Paid	(61.99)	(36.37)
g)	Total Actuarial (Gain)/Loss on Obligation	85.98	36.16
	Present value of obligation as at the End of the period	1,149.74	980.32

5	Bifurcation of Actuarial Gain/Loss on Obligation	31-Mar-24	31-Mar-23
a)	Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
b)	Actuarial (Gain)/Loss on arising from Change in Financial Assumption	27.25	(5.93)
c)	Actuarial (Gain)/Loss on arising from Experience Adjustment	71.72	47.15

6	Actuarial Gain/Loss on Plan Asset	31-Mar-24	31-Mar-23
a)	Expected Interest Income	64.07	61.78
b)	Actual Income on Plan Asset	98.93	29.22
	Actuarial gain /(loss) for the year on Asset	34.86	(32.56)

7	Balance Sheet and related analysis	31-Mar-24	31-Mar-23
a)	Present Value of the obligation at end	1,149.74	980.32
b)	Fair value of plan assets	1,028.82	866.70
	Unfunded Liability/provision in Balance Sheet	(120.92)	(113.62)

8	The amounts recognized in the income statement.	31-Mar-24	31-Mar-23
a)	Total Service Cost	73.06	57.11
b)	Net Interest Cost	8.29	0.41
	Expense recognized in the Income Statement	81.35	57.52

9	Other Comprehensive Income (OCI)	31-Mar-24	31-Mar-23
a)	Net cumulative unrecognized actuarial gain/(loss) opening	(3.95)	-
b)	Actuarial gain / (loss) for the year on PBO	(78.43)	(36.43)
c)	Actuarial gain /(loss) for the year on Asset	35.77	(32.83)
	Unrecognized actuarial gain/(loss) for the year	(46.61)	(69.26)

10	Change in plan assets	31-Mar-24	31-Mar-23
a)	Fair value of plan assets at the beginning of the period	866.70	855.67
b)	Actual return on plan assets	98.93	29.22
c)	Employer contribution	125.18	18.45
d)	Benefits paid	(61.99)	(36.64)
	Fair value of plan assets at the end of the period	1,028.82	866.70



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****(₹ in Lakhs)**

11	Major categories of plan assets (as percentage of total plan assets)	31-Mar-24	31-Mar-23
a)	Government of India Securities	-	-
b)	State Government securities	-	-
c)	High Quality Corporate Bonds	-	-
d)	Equity Shares of listed companies	-	-
e)	Funds Managed by Insurer	100%	100%
f)	Bank Balance	-	-
	Total	100%	100%

12	Change in Net Defined Benefit Obligation	31-Mar-24	31-Mar-23
a)	Net defined benefit liability at the start of the period	119.51	8.88
b)	Acquisition adjustment	-	-
c)	Total Service Cost	73.06	57.11
d)	Net Interest cost (Income)	8.72	0.67
e)	Re-measurements	46.79	68.99
f)	Contribution paid to the Fund	(117.41)	(16.15)
g)	Benefit paid directly by the enterprise	-	-
h)	Net defined benefit liability at the end of the period	130.67	119.51

13	Bifurcation of PBO at the end of year in current and non-current	31-Mar-24	31-Mar-23
a)	Current liability (Amount due within one year)	254.96	259.50
b)	Non-Current liability (Amount due over one year)	894.78	720.82
	Total PBO at the end of year	1,149.74	980.32

14	Expected contribution for the next Annual reporting period	31-Mar-24	31-Mar-23
a)	Service Cost	59.75	56.32
b)	Net Interest Cost	32.03	9.02
	Expected Expense for the next annual reporting period	91.78	65.34

15	Sensitivity Analysis of the defined benefit obligation	
a)	Impact of the change in discount rate	31-Mar-24
	Present Value of Obligation at the end of the period	1,149.74
a)	Impact due to increase of 0.50%	(44.68)
b)	Impact due to decrease of 0.50 %	48.17
b)	Impact of the change in salary increase	
	Present Value of Obligation at the end of the period	1,149.74
a)	Impact due to increase of 0.50%	48.54
b)	Impact due to decrease of 0.50 %	(45.45)

16	Maturity Profile of Defined Benefit Obligation	31-Mar-24
a)	0 to 1 Year	254.96
b)	1 to 2 Year	41.46
c)	2 to 3 Year	22.12
d)	3 to 4 Year	25.28
e)	4 to 5 Year	56.84
f)	5 to 6 Year	35.25
g)	6 Year onwards	713.83



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****II. Leave Encashment**

Economic Assumptions	31-Mar-24	31-Mar-23
i) Discounting Rate	7.23 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumptions	31-Mar-24	31-Mar-23
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012 - 14)	100 % of IALM (2012 - 14)
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%
iv) Leave		
Leave Availment Rate	2.50%	2.50%
Leave Lapse rate while in service	Nil	Nil
Leave Lapse rate on exit	Nil	Nil
Leave encashment Rate while in service	Nil	Nil

(₹ in Lakhs)

1 Assets / Liability	31-Mar-24	31-Mar-23
A Present value of obligation	571.07	489.54
B Fair value of plan assets	-	-
Net assets / (liability) recognized in balance sheet as provision	(571.07)	(489.54)

Date Ending	31-Mar-24	31-Mar-23
Present value of obligation as at the end of the period	571.07	489.54

2 Service Cost	31-Mar-24	31-Mar-23
a) Current Service Cost	50.84	39.90
b) Past Service Cost including curtailment Gains/Losses	-	-
c) Gains or Losses on Non routine settlements	-	-
Total Service Cost	50.84	39.90

3 Net Interest Cost	31-Mar-24	31-Mar-23
a) Interest Cost on Defined Benefit Obligation	36.11	31.98
b) Interest Income on Plan Assets	-	-
Net Interest Cost (Income)	36.11	31.98

4 Table showing Change in Benefit Obligation	31-Mar-24	31-Mar-23
a) Present value of obligation as at the beginning of the period	489.54	440.42
b) Acquisition adjustment	-	-
c) Interest Cost	36.11	31.98
d) Service Cost	50.84	39.90
e) Past Service Cost including curtailment Gains/Losses	-	-
f) Benefits Paid	(31.70)	(24.30)
g) Total Actuarial (Gain)/Loss on Obligation	26.28	1.55
h) Present value of obligation as at the End of the period	571.07	489.54



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****(₹ in Lakhs)**

5	Actuarial Gain/Loss on Obligation	31-Mar-24	31-Mar-23
a)	Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	(0.41)	-
b)	Actuarial (Gain)/Loss on arising from Change in Financial Assumption	9.39	(5.95)
c)	Actuarial (Gain)/Loss on arising from Experience Adjustment	17.30	8.24

6	Actuarial Gain/Loss on Plan Asset	31-Mar-24	31-Mar-23
a)	Expected Interest Income	-	-
b)	Actual Income on Plan Asset	-	-
c)	Actuarial gain /(loss) for the year on Asset	-	-

7	Balance Sheet and related analysis	31-Mar-24	31-Mar-23
a)	Present Value of the obligation at end	571.07	489.54
b)	Fair value of plan assets	-	-
	Unfunded Liability/provision in Balance Sheet	571.07	(489.54)

8	The amounts recognized in the income statement.	31-Mar-24	31-Mar-23
a)	Total Service Cost	50.84	39.90
b)	Net Interest Cost	36.11	31.98
c)	Net actuarial (gain) / loss recognized in the period	26.28	1.55
	Expense recognized in the Income Statement	113.23	73.42

9	Change in plan assets	31-Mar-24	31-Mar-23
a)	Fair value of plan assets at the beginning of the period	-	-
b)	Actual return on plan assets	-	-
c)	Employer contribution	-	-
d)	Benefits paid	-	-
e)	Fair value of plan assets at the end of the period	-	-

10	Major categories of plan assets (as percentage of total plan assets)	31-Mar-24	31-Mar-23
a)	Government of India Securities	-	-
b)	State Government securities	-	-
c)	High Quality Corporate Bonds	-	-
d)	Equity Shares of listed companies	-	-
e)	Funds Managed by Insurer	-	-
f)	Bank Balance	-	-
	Total	-	-

11	Change in Net Defined Benefit Obligation	31-Mar-24	31-Mar-23
a)	Net defined benefit liability at the start of the period	489.54	440.42
b)	Acquisition adjustment	-	-
c)	Total Service Cost	50.84	39.90
d)	Net Interest cost (Income)	36.11	31.98
e)	Re-measurements	26.28	1.55
f)	Contribution paid to the Fund	-	-
g)	Benefit paid directly by the enterprise	(31.70)	(24.30)
	Net defined benefit liability at the end of the period	571.07	489.54



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****(₹ in Lakhs)**

12	Bifurcation of PBO at the end of year in current and non-current	31-Mar-24	31-Mar-23
a)	Current liability (Amount due within one year)	84.31	86.88
b)	Non-Current liability (Amount due over one year)	486.76	402.67
	Total PBO at the end of year	571.07	489.54

13	Expected contribution for the next Annual reporting period	31-Mar-24	31-Mar-23
a)	Service Cost	38.96	34.02
b)	Net Interest Cost	39.85	34.25
	Expected Expense for the next annual reporting period	78.80	68.27

14	Sensitivity Analysis of the defined benefit obligation	
a)	Impact of the change in discount rate	31-Mar-24
	Present Value of Obligation at the end of the period	571.07
a)	Impact due to increase of 0.50%	(26.18)
b)	Impact due to decrease of 0.50 %	28.45
b)	Impact of the change in salary increase	
	Present Value of Obligation at the end of the period	571.07
a)	Impact due to increase of 0.50%	28.58
b)	Impact due to decrease of 0.50 %	(26.56)

15	Maturity Profile of Defined Benefit Obligation	31-Mar-24
a)	0 to 1 Year	84.31
b)	1 to 2 Year	23.45
c)	2 to 3 Year	11.40
d)	3 to 4 Year	12.88
e)	4 to 5 Year	26.52
f)	5 to 6 Year	14.82
g)	6 Year onwards	397.68

47. Financial risk management and objective policies

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2024 and March 31, 2023.

I. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****i. Interest Risk Exposure**

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Variable rate borrowings	3,185.15	6,421.77
Fixed rate borrowings	94.98	224.01
Total	3,280.13	6,645.78

ii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2024 and March 31, 2023

Particulars	As at March 31, 2024	As at March 31, 2023
Effect on Profit if Interest Rate - decrease by 25 basis points	5.64	11.38
Effect on Profit if Interest Rate - increases by 25 basis points	(5.64)	(11.38)

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

II. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any interest risk exposure as on 31st March 2024 as there is no outstanding borrowing as on 31st March 2024.

- a) Foreign currency exposure outstanding as at Balance Sheet date: - Nil.
b) Un-hedged foreign currency exposures as at Balance Sheet date: - Nil.

i. In case of REPL

Foreign currency exposure not covered by derivative instruments:-

Particulars	Currency	March 31, 2024		March 31, 2023	
		Amount in FC	Amount in INR	Amount in FC	Amount in INR
Trade payable	USD	2.29	191.01	0.14	11.19
Trade receivable	USD	3.44	286.58	-	-

Foreign currency sensitivity

The below table demonstrates the sensitivity to a 1% increase or decrease in the foreign currencies against Indian rupees, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 1% represents management's assessment of reasonably possible change in foreign exchange rate. 1% increase or decrease in foreign exchange rates will have the following impact on profit/ (loss) before tax:

Particulars	March 31, 2024		March 31, 2023	
	1% increase	1% decrease	1% increase	1% decrease
Currency – USD	0.96	(0.96)	(0.11)	0.11
Increase/ (decrease) in profit or loss	0.96	(0.96)	(0.11)	0.11



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****III. Price risk**

The company is not exposed to any material price risk as there is no investment in equities outside the group and the company doesn't deal in commodities.

IV. Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)**(₹ in Lakhs)**

Particulars	As at March 31, 2024			As at March 31, 2023		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	299.47	-	299.47	320.90	-	320.90
Trade Receivables	7,359.09	323.77	7,035.32	5,386.08	361.64	5,024.44
Unbilled revenue	-	-	-	1,199.04	-	1,199.04
GBI claim receivable	8.68	-	8.68	4.01	-	4.01
Loan to related party	5074.28	-	5074.28	-	-	-
Interest accrued on bank deposits	208.66	-	208.66	37.72	-	37.72
Cash and cash equivalents	18,148.10	-	18,148.10	8,630.10	-	8,630.10
In fixed deposit account	23,399.60	-	23,399.60	14,846.98	-	14,846.98
Deposit with maturity more than 12 month	180.40	-	180.40	3.40	-	3.40
Amount deposits under protest	-	-	-	35.00	35.00	-
Advance recoverable from HPSEBL	2,916.43	-	2,916.43	2,263.00	-	2,263.00
Retention Money	28.58	-	28.58	28.58	-	28.58
Loan to employees	80.73	-	80.73	67.32	-	67.32
Advances recoverable in cash or kind	57.76	-	57.76	57.76	-	57.76



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers which are state government run power utility majorly. Hence company has not provided for any discounting on time value of money.

b) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2024

(₹ in Lakhs)

Particulars	Less than 3 Months	3 to 6 Months	6 to 12 Months	12 Months to 3 years	More than 3 years	Total
Borrowings	34.12	34.88	479.03	457.69	2,274.40	3,280.12
Security deposits from employees	0.22	0.44	0.44	5.02	6.10	12.22
Sundry deposit	-	-	51.36	-	-	51.36
Creditors for capital expenditure	-	-	581.34	-	-	581.34
Other payable	1.88	-	-	282.10	-	283.98
Trade payables	131.86	448.88	1,245.00	2,044.00	79.00	3,948.74
Expenses payable	488.08	-	76.46	-	-	564.54
Interest accrued but not due on loan from financial institution	-	20.46	-	-	-	20.46

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2023

(₹ in Lakhs)

Particulars	Less than 3 Months	3 to 6 Months	6 to 12 Months	12 Months to 3 years	More than 3 years	Total
Borrowings	120.59	121.24	946.48	809.98	4,647.49	6645.78
Security deposits from employees	0.22	0.44	0.44	5.02	3.87	9.99
Sundry deposit	70.21	-	40.50	-	-	110.71
Creditors for capital expenditure	11.77	-	-	-	-	11.77
Other payable	309.46	-	-	351.23	40.00	700.69
Trade payables	41.21	16.29	2,775.00	98.00	447.75	3378.25
Expenses payable	72.56	-	0.76	0.12	-	73.44
Interest accrued but not due on loan from financial institution	3.17	-	-	-	-	3.17



Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Consolidated Financial Statements for the year ended March 31, 2024**48. Financial instruments- accounting classification and fair value measurement**

(₹ in Lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	FV PL	FV OCI	Amortise d cost	Fare Value	FV PL	FV OCI	Amortise d cost	Fare Value
Financial assets								
Security deposits	-	-	299.47	299.47	-	-	320.90	320.90
Loan to related party	-	-	5,074.28	5,074.28	-	-	-	-
GBI Claim receivable	-	-	8.68	8.68	-	-	4.01	4.01
Interest accrued on deposit and other	-	-	208.66	208.66	-	-	37.72	37.72
Cash and cash equivalents	-	-	18,148.10	18,148.10	-	-	8,630.10	8,630.10
In deposits account	-	-	23,399.60	23,399.60	-	-	14,846.98	14,846.98
Deposit with maturity more than 12 month	-	-	180.40	180.40	-	-	3.40	3.40
Advance recoverable from HPSEBL	-	-	2,916.43	2,916.43	-	-	2,263.00	2,263.00
Unbilled revenue	-	-	-	-	-	-	1,199.04	1,199.04
Retention Money	-	-	28.58	28.58	-	-	28.58	28.58
Loan to Employees	-	-	80.73	80.73	-	-	67.32	67.32
Advances recoverable in cash or kind	-	-	57.76	57.76	-	-	57.76	57.76
Trade receivables	-	-	7,035.32	7,035.32	-	-	5,024.44	5,024.44
Total Financial Assets	-	-	57,438.01	57,438.01	-	-	32,483.25	32,483.25
Financial Liabilities								
Borrowings	-	-	3,280.09	3,280.09	-	-	6,645.78	6,645.78
Security deposits from employees	-	-	12.22	12.22	-	-	9.99	9.99
Deposit from contractors and others	-	-	51.36	51.36	-	-	110.71	110.71
Creditors for capital expenditure	-	-	581.34	581.34	-	-	11.77	11.77
Other payable	-	-	283.98	283.98	-	-	700.69	700.69
Trade Payables	-	-	3,948.74	3,948.74	-	-	3,378.25	3,378.25
Expenses payable	-	-	564.54	564.54	-	-	73.44	73.44
Interest accrued but not due	-	-	20.46	20.46	-	-	3.17	3.17
Total Financial Liabilities	-	-	8,742.73	8,742.73	-	-	10,933.80	10,933.80

I. Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

The following methods and assumptions were used to estimate the fair values:-

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level 1: Quoted prices (unadjusted) in the active markets for identical assets or liability

Level 2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level 3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

(in Lakhs)

Particulars	Carrying Amount	Fair value As at March 31, 2024		
	As at March 31, 2024	Level 1	Level 2	Level 3
Financial assets				
Loan to related party	5,074.28	-	-	5,074.28
Total	5,074.28	-	-	5,074.28
Financial liabilities				
Borrowings-term loan	3,185.15	-	-	3,185.15
Borrowings-from other party	94.94	-	-	94.94
Total	3,280.09	-	-	3,280.09

Particulars	Carrying Amount	Fair value As at March 31, 2023		
	As at March 31, 2023	Level 1	Level 2	Level 3
Financial assets				
Total	-	-	-	-
Financial liabilities				
Borrowings-from other party	6,645.78	-	-	6,645.78
Total	6,645.78	-	-	6,645.78

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- i. Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- ii. Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

49. Deferred tax**In case of BJCL:-**

Deferred taxes are recognized on temporary differences that arise among financial accounts and tax accounts. A deferred tax asset is recognized on future deductible difference whereas deferred tax liability is recognized on future taxable difference arising as on balance sheet date. In current financial year deferred tax has not been recognized as BJCL is in construction phase.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****50. Capital management****a) Risk management**

The Company's objectives when managing capital are to:-

- (i) Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

- (ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during 2022-2023 and 2023-2024 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Net Debt	-	-
Total equity	1,85,397.21	1,68,076.99
Net Debt to Equity Ratio	-	-

Loan covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

51. Interest in other entities:

The Group's subsidiaries as at 31 March, 2024 are set out below:-

(a) Subsidiaries

Name of subsidiary/step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on 31st March 2024 (%)	Proportion of ownership as on 31st March 2023 (%)	Principal Activity
Malana Power Company Limited	MPCL	India	51.00%	51.00%	Power generation
AD Hydro Power Limited (100% subsidiary of MPCL)	ADHPL	India	51.00%	51.00%	Power generation
Replus Engitech Private Limited	REPL	India	74.00%	74.00%	Battery based energy solutions
Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%	Consultancy Services
NJC Hydro Power Limited	NHPL	India	100.00%	100.00%	Power generation
Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%	Power generation
Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%	Power generation



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****(b) Non-Controlling Interest (NCI)**

Below is the summarized financial information for each subsidiary that has non-controlling interest that is material to the group. The amounts disclosed for each subsidiary are before the inter-company eliminations.

(₹ in Lakhs)

Summarized Balance Sheet	Malana Power Company Limited		Replus Engitech Private Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23
Current Assets	36,481.00	24,514.00	5,703.98	1,032.01	282.45	341.39	64.13	64.71
Current liabilities	3,825.80	3,968.00	6,586.36	211.88	278.25	352.75	282.10	280.59
Net current assets	32,655.20	20,546.00	(882.38)	820.13	4.20	(11.36)	(217.97)	(215.88)
Non-current Assets	1,29,774.00	1,33,049.00	5,660.15	1,467.19	441.11	1,643.42	1,643.43	1,643.43
Non-current liabilities	10,956.09	5,268.00	2,800.51	762.76	76.90	-	-	-
Net Non-current assets	1,18,817.91	1,27,781.00	2,859.64	704.43	364.21	1,643.42	1,643.43	1,643.43
Net Assets	1,51,473.10	1,48,327.00	1,977.26	1,524.56	368.41	1,632.06	1,425.46	1,427.55
Accumulated NCI	74,221.82	72,680.23	514.09	396.39	90.37	400.34	59.01	59.10

Summarized statement of Profit and loss	Malana Power Company Limited		Replus Engitech Private Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23
Revenue	44,101.55	46,333.00	1,951.94	25.04	593.83	505.26	-	-
Profit for the year	23,099.00	28,361.00	(546.36)	(51.63)	116.14	42.47	(3.03)	(1.15)
Other comprehensive income	(37.47)	(41.00)	(1.06)	1.13	-	-	-	-
Total Comprehensive Income	23,061.53	28,320.00	(547.42)	(50.50)	116.14	42.47	(3.03)	(1.15)
Profit allocated to NCI	11,300.15	13,876.80	(142.33)	(13.13)	28.51	10.43	(0.13)	(0.05)

Summarized cash flow	Malana Power Company Limited		Replus Engitech Private Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23
Cash flow from operating activities	29,365.72	43,768.34	(846.23)	104.86	179.15	104.56	(0.58)	(0.21)
Cash flow from investing activities	329.89	(2,084.39)	(4,036.98)	(135.80)	13.00	3.47	-	-
Cash flow from financing activities	(19,923.00)	(35,688.00)	4,676.02	282.51	(130.98)	(98.48)	-	-
Net increase/(decrease) in cash and cash equivalents	9,772.61	5,995.95	(207.19)	251.57	61.17	9.55	(0.58)	(0.21)



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****52. Additional information on the entities included in the consolidated financial statements as required under Schedule III of the Act.**

Name of the Entity in the Group	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (in Lakhs)	As % of Consolidated profit or loss	Amount (in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (in Lakhs)	As % of Total Comprehensive Income	Amount (in Lakhs)
Parent								
Bhilwara Energy Limited								
31-03-2024	60.50%	50,765.48	29.17%	9,312.84	(0.83%)	0.32	29.20%	9,313.16
31-03-2023	70.74%	41,452.31	30.03%	7,444.51	24.50%	(12.87)	30.05%	7,431.64
Subsidiaries								
Indian:								
Malana Power Company Limited								
31-03-2024	180.50%	1,51,473.10	72.34%	23,099.00	97.71%	(37.47)	72.31%	23,061.53
31-03-2023	253.13%	1,48,326.00	114.42%	28,361.00	79.97%	(42.00)	114.49%	28,319.00
Indo Canadian Consultancy Services Limited								
31-03-2024	0.44%	368.41	0.36%	116.14	-	-	0.36%	116.14
31-03-2023	0.43%	252.27	(0.15%)	(38.12)	-	-	(0.15%)	(38.12)
Replus Engitech Private Limited								
31-03-2024	2.36%	1,977.63	(1.71%)	(546.36)	2.76%	(1.06)	(1.71%)	(547.42)
31-03-2023	2.60%	1,524.56	(0.14%)	(33.67)	(2.15%)	1.13	(0.13%)	(32.54)
BG Wind Power Limited								
31-03-2024	-	-	-	-	-	-	-	-
31-03-2023	(6.81%)	(3,988.76)	(4.18%)	(1,036.35)	(2.59%)	1.36	(4.18%)	(1,034.99)
NJC Hydro Power Limited								
31-03-2024	(0.01%)	(6.42)	(0.01%)	(3.74)	-	-	(0.01%)	(3.74)
31-03-2023	0.00%	(2.67)	(39.82%)	(9,869.37)	-	-	(39.90%)	(9,869.37)
Chango Yangthang Hydro Power Limited								
31-03-2024	3.55%	2,981.94	(0.14%)	(44.70)	0.37%	(0.14)	(0.14%)	(44.84)
31-03-2023	5.17%	3,027.11	(0.16%)	(39.77)	0.27%	(0.14)	(0.16%)	(39.91)
Foreign								
Balephi Jalvidhyut Company Limited, Nepal								
31-03-2024	1.70%	1,425.46	(0.01%)	(3.03)	-	-	(0.01%)	(3.03)
31-03-2023	2.44%	1,428.51	0.00%	(1.15)	-	-	0.00%	(1.15)
Elimination adjustments								
31-03-2024	(149.04%)	(1,25,069.48)	-	-	-	-	-	-
31-03-2023	(227.70%)	(1,33,422.82)	-	-	-	-	-	-
Total Equity								
31-03-2024	100.00%	83,916.12	100.00%	31,930.12	100.00%	(38.35)	100.00%	31,891.77
31-03-2023	100.00%	58,596.51	100.00%	24,787.08	100.00%	(52.52)	100.00%	24,734.56
Non-Controlling Interest in all the subsidiaries								
31-03-2024	-	75,157.18	-	11,205.95	-	(18.63)	-	11,187.32
31-03-2023	-	73,468.55	-	13,878.48	-	(20.09)	-	13,858.39



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024****53. Additional Regulatory Information****Following Ratios to be disclosed:-**

Ratio	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	5.31	5.03	The change in ratio is less than 25%
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.20	0.40	Due to transfer of wholly owned subsidiary BG WIND Power Ltd from BEL to RSWM
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	131.65	1.55	Due to transfer of wholly owned subsidiary BG WIND Power Ltd from BEL to RSWM
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	209.08%	203.08%	The change in ratio is less than 25%
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	1.16	1.60	The reduction in Open Access/Bulk Power transmission charges resulting into major impact
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	7.88	8.34	The change in ratio is less than 25%
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	2.13	1.62	Increase in repair & maintenance and store & spares cost resulting into major impact
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	1.45	2.66	Increase in revenue resulting into increase in current assets
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	72.95%	68.95%	The change in ratio is less than 25%
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	18.77%	20.53%	The change in ratio is less than 25%

54. Other Statutory Information:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.



Bhilwara Energy Limited**CIN: U31101DL2006PLC148862****Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (x) There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.
- (xi) The Group does not have any Core Investment Company ('CIC') as part of the group in India.
- (xii) The Company has maintained proper books of accounts as required by law and the backup of such books of accounts maintained in Navision in electronic mode are maintained on server located in India.
- (xiii) Ministry of Corporate Affairs (MCA) vide its notification number G.S.R. 206(E) dated March 24, 2021 (amended from time to time) in reference to the proviso to Rule 3(1) of the Companies (Accounts) Amendment Rules, 2021, introduced the requirement of only using such accounting software w.e.f April 01, 2023 which has a feature of recording audit trail of each and every transaction.
- The Company used accounting software for maintenance its books of account, which has a feature of recording audit trail facility at application level of the said software.
- During such period, audit trail feature has operated effectively for the software and there were no instance of audit trail feature being tempered with.

55. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year classification/disclosure.

As per our report of even date

For Doogar & Associates

Chartered Accountants

Firm Regn. No: 000561N


Mukesh Goyal
Partner

Membership No: 081810



For and on behalf of Board of Directors of

Bhilwara Energy Limited


Ravi Jhunjunwala

Chairman

DIN: 00060972


Krishna Prasad

Chief Financial Officer


Riju Jhunjunwala

Managing Director

DIN: 00061060


Ravi Gupta

Company Secretary

M. No. F5731

Place: Noida (U.P.)

Date : May 15, 2024



PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

Annual Report 2022-23



BHILWARA ENERGY LIMITED

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Corporate Information

BOARD OF DIRECTORS

Mr. Ravi Jhunjunwala, Chairman
Mr. Riju Jhunjunwala, Managing Director
Mr. Rishabh Jhunjunwala, Managing Director
Dr. Kamal Gupta
Ms. Niharika Bindra

KEY EXECUTIVES

Mr. O. P. Ajmera, President & CEO
Mr. Krishna Prasad, CFO

COMPANY SECRETARY

Mr. Ravi Gupta

TECHNICAL CONSULTANTS

M/s RSW Inc., Canada (Subsidiary of AECOM)
M/s Indo Canadian Consultancy Services Limited

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

INTERNAL AUDITORS

M/s BGJC & Associates LLP
Chartered Accountants,
New Delhi

BANKERS

YES Bank Limited
HDFC Bank Limited
AXIS Bank Limited
State Bank of India
Punjab & Sind Bank

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi-110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector-1,
Noida -201 301 (NCR Delhi)

CIN: U31101DL2006PLC148862



Chairman's Message

“उद्यमेन हि सिध्यन्ति कार्याणि न मनोरथैः”

Efforts, not desires, lead to success.

Dear Shareholders,

I am delighted to reach out to you and share the all-round performance by your Company. It gives me immense pleasure to write to you after a record year of growth, which speaks volumes about our solid financial health and operational excellence. As India takes confident strides to become world's third largest economy in the next few years, it is imperative that decarbonisation and renewable energy remains as one of the key facilitator of this journey for a green future.

The Indian economy performed credibly at a time of global slowdown, indicating the resilience and robustness of its intrinsic growth drivers, resulting in outperformance as compared to other major economies. During FY 2022-23, much of the world was affected by a continuing conflict in Europe, and a consequent increase in energy costs, which created a spiral of rising inflation, rate hikes by central banks, and stress on the banking system, which translated into an economic slowdown and early signs of an impending recession.

Bucking the global trend, the Indian economy rebounded from a low of 4.4% growth in the third quarter of FY 2022-23 to report a 6.1% growth in GDP during the fourth quarter. The result is that the Indian economy finished the year under review with a growth of 7.2%, the fastest growth among major economies.

India's power sector duly facilitated this outperformance through the timely supply and distribution of electricity, which had a cascading effect on the economy as a whole, including industries, commercial establishments, homes, and the life quality its people.

India is the third-largest producer & consumer of power in the world and historically our power demand growth has grown in lockstep with GDP growth. Peak power demand in India has reached an all-time high of 216 GW and this number is only going to grow further.

Going forward with the broad expectations of India's GDP for 2023-24 to be 6.30% (World Bank's Estimate), the Company expects Indian Power Sector to act as the primary growth engine for the economy. With ever increasing power demand and penetration of innovative products in the power market, the power sector is bound to grow at a healthy pace.

With limited greenfield coal-based power plants coming up in our country and with the massive challenges that lie ahead in increasing nuclear power in the country, the impetus to increase renewable energy and energy storage facilities in India is more today than ever before. Due to the nature of renewable energy generation, storage of renewable energy is key for it to be a viable and reliable mode of energy generation.

The CEA (Central Electricity Authority) forecasts that an optimal generation mix in 2030 will have renewable generation capacity of ~500 GW along with energy storage capacity of 322 GWh. The Cabinet has approved Viability Gap Funding (VGF) for battery storage systems in the country. It allocated Rs 3,760 crore for the scheme to boost the BESS manufacturing capacity in India. This will help balance the surplus solar production with these energy storage systems.

The business of energy storage is thus going to be a key tenet of the future of the energy landscape in India and to this end we, at Bhilwara Energy Limited (BEL), are proud to inform you that BEL has acquired 74% stake in Replus Engitech Private Limited (Replus), which is engaged in the business of providing Battery Energy Storage Solution (BESS) and is presently setting up battery assembly unit near Pune, Maharashtra. The setting up of factory of Replus is in advance stage.

It is my immense pleasure to inform the members that during the financial year 2022-23, the operations of the company's Hydro and wind Power Projects were satisfactory. Our hydro projects, Allain Duhangan 192 MW HEP generated 637.13 Million kWh and Malana 86 MW HEP generated 322.63 Million Kwh, whereas wind projects, 14 MW at Bhendewade, Maharashtra generated 20.04 Million Kwh and 20 MW at Jaisalmer, Rajasthan generated 10.57 Million Kwh.

During the FY 2022-23, the company on standalone basis recorded the Revenue from operations of 123.02 million as against 108.54 million during the previous financial year. The Company received other income of 658.98 million as compared to 102.68 million during the financial year, which mainly attributed towards the dividend income received from the subsidiary company. The total income of the company during the current financial year stood at 782.01 million as compared to 211.23 million during the previous financial year. The Net profit during financial year 2022-23 was at 744.45 million as compared to Net Profit of 83.01 millions in the previous financial year.

On Consolidated basis, the company recorded the Revenue from operation of 4882.24 million as against 3,889.36 million during the previous financial year. The total income of the company during the current financial year stood at 5060.76 million as compared to 4370.01 million during the previous financial year. The Net Profit (after non-controlling interest) during the financial year

2022-23 was at 1574.64 million as compared to Net Profit of 811.64 million in the previous financial year.

I have pleasure to inform you that during the year, AD Hydro Power Limited (ADHPL) become wholly owned subsidiary of Malana Power Company Limited (MPCL) as MPCL acquired 12% stake held by International Finance Corporation (IFC) in ADHPL. BEL own 51% stake in MPCL.

Your Company recognizes its responsibility towards the society at large and attempts to fulfil it through a well-laid and structured Corporate Social Responsibility (CSR) Policy.

Your Company through its subsidiary companies is playing a vital role for the welfare of the society year after year through its various CSR initiatives. The CSR initiatives of the Company includes programs on promoting Education & Skill Development, Healthcare & Sanitation, Rural Development, Women Empowerment, Sports, Plantation & Environment Sustainability etc. in accordance with Schedule VII of the Companies Act, 2013. During the financial year 2022-23, an amount of 25.68 million was spent as CSR expenditure. The company has gone beyond the realms of what is required under law for CSR and has also spent 1.91 million as Non CSR fund on various community development programs to assist the local community live a better life.

I would like to express my gratitude to all stakeholders, business partners, customers and various Ministries of Govt. of India, especially Ministry of Power for providing valuable guidance and support in our efforts. I would also like to thank various State Governments for all the support they had extended to our businesses. I would also like to place on record my sincere appreciation to my esteemed colleagues on the Board for their continued support and also take opportunity to thank our employees for their continuous and untiring efforts.

We continue to explore exciting opportunities to invest and grow as an organization and do more for betterment and development of society and Country as well, by generating and promoting clean and green power. I assure you that the strategies of your Company will continue to translate into sustainable returns and gains to all stakeholders.

With Best Regards,
Ravi Jhunjunwala
Chairman

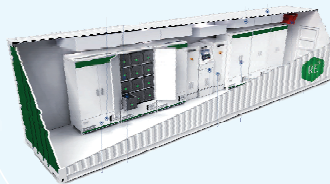
Proven record of excellence...

Bhilwara Energy Limited (BEL) is the flagship Company in the power sector of the LNJ Bhilwara Group. The Group is one of India's most credible and trusted with turnover of INR 9,691 Crores (\$1.21 Billion) as on 31st March, 2023.

Being the principal Company for all its power ventures globally, BEL is focusing on the Group's portfolio in power business and power generation.

The Company has the marquee partners such as Statkraft, Norway and AECOM (RSW Inc.), Canada.

The Company's subsidiary, Indo Canadian Consultancy Services Limited, has expertise in power project consultancy in hydro and thermal projects.



Our Projects...

The Company is a team of highly experienced and qualified professionals, which have the capability of executing complex projects in the renewable energy segment.

BEL has following projects:

- 86 MW Malana HEP in Himachal Pradesh
- 192 MW Allain – Duhanagan HEP in Himachal Pradesh
- 14 MW Wind Power Project in Bhendewade, Maharashtra
- 20 MW Wind Power Project in Jaisalmer, Rajasthan
- 550 MWh Battery Energy Storage System(BESS) near Pune, Maharashtra (under execution)



Capacity to nurture more...

The Company has developed the best practices by its commitment to achieving excellence in the Quality of generation and supply of dependable power to its customer and nurturing sustainability and safeguarding the environment.

As recognition of its focus towards, Occupational Health & Safety, Environment and Quality aspects, AD Hydro Power Ltd. has established Occupational Health & safety management system, Environment Management System & Quality Management System compatible to ISO 45001:2018, ISO 14001:2015 & ISO 9001:2015 respectively,

Malana Power Company Ltd. is also an ISO 45001:2018, ISO 14001:2015 & ISO 9001:2015 certified company, compliant with the requirement of these Occupational Health & safety, Environment Management System & Quality Management System respectively.



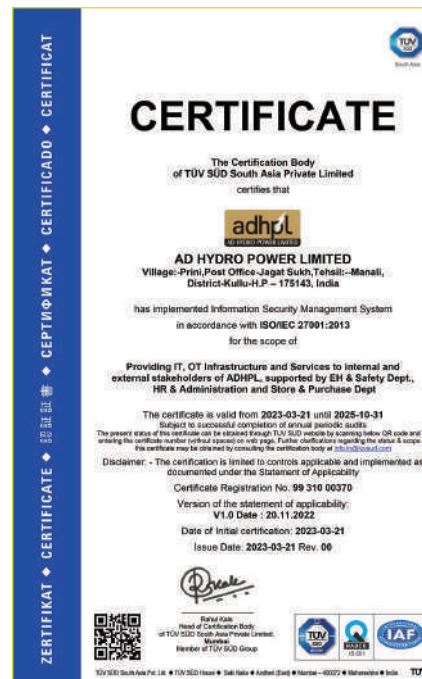
Learning & Development

MPCL and ADHPL ISO 27001 : 2013 Certification:

MPCL and ADHPL have secured prestigious ISO 27001:2013 certificate, which reiterate commitment of MPCL and ADHPL towards information security by systematically managing the IT Security Risks. The Certification audit of ISMS (Information Security Management System) was completed successfully on 19th & 20th January 2023. The audit was conducted at the site by Auditors from the certifying agency TUV SUD South Asia Pvt Ltd.



ISO 27001 : 2013 Certificates of MPCL and ADHPL being received by Mr. O.P. Ajmera (ED & CEO)



CSR Initiatives...

Construction of Govt. High school building at Prini, Manali

The construction of Govt. High School at Prini Malani completed, which was started in FY 2020-21.



Free Medical Health Checkup Camp at Dhara Village

Free medical health checkup camp was conducted by Malana Power Company Limited on March 05, 2023 at Dhara village under Shat Panchayat. 151 People got their health checkup done. This initiative of the company was appreciated by the villagers of the Dhara, Balgani & Chatrani villages. Medicine prescribed by the camp doctors were also provided by the MPCL on free of cost basis.



Construction of 2 rooms of Govt. Primary School, Chowki



Distribution of School Bags in Govt. Schools



Construction of toilet at Govt. Primary School, Badogi and Dhara



A plantation drive was organised with local women self-help groups, State Forest Department and Pollution Control Board at the adjoining areas from 02.08.2022 to 20.08.2022.



As part of its continuous efforts to boost the education, scholarships for brilliant and needy students of 9th to 12th classes and some technical courses were disbursed by ADHPL.

Installation of Solar Light
by AD Hydro Power Limited



Directors' Report

for the Financial Year 2022-23

The Members

Bhilwara Energy Limited

Dear Members,

Your Directors are pleased to present their Seventeenth (17th) Annual Report together with the Audited standalone and consolidated Financial Statement for the Financial Year ended March 31, 2023.

1. FINANCIAL PERFORMANCE

(In ₹ Millions)

Particulars	Standalone		Consolidated	
	For the financial year ended		For the financial year ended	
	31 st March 2023	31 st March 2022	31 st March 2023	31 st March 2022
Revenue from operations	123.02	108.54	4,882.24	3,889.36
Other Income	658.99	102.69	178.52	480.65
Total Revenue	782.01	211.23	5,060.76	4,370.01
Profit before Finance Cost, Depreciation & Amortization expenses and exceptional items	598.76	160.14	4,032.07	3,087.87
Finance Costs	12.01	32.70	85.10	350.63
Depreciation & Amortization Expenses	37.75	37.86	536.79	653.33
Profit/(Loss) before tax and exceptional items	549.00	89.58	3,410.19	2,083.91
Exceptional Items Add/(Less)	-	6.57	43.982	0.239
Profit/(Loss) before tax	549.00	83.01	3,366.20	2,083.67
Tax Expenses	195.45	-	(403.72)	(267.56)
Net Profit/(Loss)	744.45	83.01	2,962.49	1,816.11
Other Comprehensive Income	(1.29)	(0.52)	(5.15)	(0.77)
Total Comprehensive Income for the year	743.16	82.49	2,957.34	1,815.34
Less: Profit attributable to the non-controlling interest	-	-	1,385.84	1,004.30
Profit attributable to the owners of the Company	743.16	82.49	1,571.50	811.04
Earning Per Share (in ₹)				
i) Basic	4.48	0.50	9.48	4.89
ii) Diluted	4.48	0.50	9.48	4.89

The Standalone and Consolidated Audited Financial Statement for the Financial Year 2022-23 is attached to this Annual Report, and also available on the website of the Company www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE

Standalone financial performance:

During the current financial year 2022-23, the company on standalone basis recorded the Revenue from operations of ₹ 123.02 million as against Revenue of ₹ 108.54 million during the previous financial year. The Company received other income of ₹ 658.98 million as compared to ₹ 102.68 million during the financial year,

which mainly attributed towards the dividend income received from the subsidiary company. The total income of the company during the current financial year stood at ₹ 782.01 million as compared to ₹ 211.23 million during the previous financial year.

The Net profit during financial year 2022-23 was at ₹ 744.45 million as compared to Net Profit of ₹ 83.01 millions in the previous financial year.

Consolidated financial performance:

During the financial year 2022-23, the company on consolidated basis recorded the Revenue from operation of ₹ 4882.24 million as against ₹ 3,889.36 million during the previous financial year. The total income of the company during the current financial year stood at ₹ 5060.76 million as compared to ₹ 4370.01 million during the previous financial year.

The Net Profit (after non-controlling interest) during the financial year 2022-23 was at ₹ 1574.64 million as compared to Net Profit of ₹ 811.64 million in the previous financial year.

3. SUBSIDIARY, JOINT VENTURES AND ASSOCIATES

As on 31st March, 2023, the company has Eight (8) subsidiaries, which are as follows:

- * Malana Power Company Limited
- * AD Hydro Power Limited (Step Down Subsidiary)
- * NJC Hydro Power Limited
- * Chango Yangthang Hydro Power Limited
- * BG Wind Power Limited (ceased to be subsidiary w.e.f. 6th April 2023)
- * Indo Canadian Consultancy Services Limited
- * Replus Engitech Private Limited (w.e.f. 06th March 2023)
- * Balephi Jalvidhyut Company Limited, Nepal

The Audited Financial Statement of each of the subsidiary company has been placed on the website of the company i.e. www.bhilwaraenergy.com. The Financial Statements of the Subsidiary Companies are kept for inspection at the registered office of the Company. The Company shall provide the copy of the financial Statements of its Subsidiary Companies to the shareholders upon their request.

There has been no material change in the nature of Business of the subsidiaries.

A report on the performance and financial position of the Subsidiary Company as per the Companies Act, 2013 in Form AOC-1 is annexed as **Annexure-I** forming part of this report.

4. CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited consolidated financial statements together with Auditors' Report form part of the Annual Report.

The consolidated financial statements are also available on the website of the Company and can be accessed on www.bhilwaraenergy.com.

5. STATE OF COMPANY AFFAIRS / PROJECT STATUS & INFORMATION ABOUT SUBSIDIARY COMPANIES

14 MW Wind Power Project in Distt. Kolhapur, Maharashtra

The generation during the financial year 2022-23 is 20.04 Million kWh as compared to 14.16 Million kWh in the previous financial year 2021-22. The Company recorded Revenue from operations of ₹ 123.02 million as against Revenue of ₹ 108.54 million in the previous financial year. The power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSDCL) on long term PPA for 13 years. The Project is availing Generation Based Incentives (GBI) provided by MNRE, Government of India.

HYDRO POWER PROJECT UNDER THE SUBSIDIARIES

(i) Malana Power Company Limited-86 MW Malana HEP (Himachal Pradesh)

Malana Power Company Ltd. (MPCL), a subsidiary of your company, is engaged in the generation & transmission of energy from its 86 MW Malana Hydro Electric Project in the state of Himachal Pradesh. The Malana HEP is in operation since 2001.

MPCL recorded revenue from operations of ₹ 1481.10 million during the financial year 2022-23 as compared to ₹ 1139.30 million in the previous financial year. The other income during the financial year 2022-23 was ₹ 149.60 million vis-a-vis ₹ 552.40 million in the financial year 2021-22.

The Net profit during the financial year 2022-23 is ₹ 814.20 million as compared to ₹ 940.13 million in the previous financial year.

The generation during the financial year 2022-23 stood at 322.63 Million Kwh as compared to 317.73 Million kWh in the previous year.

(ii) AD Hydro Power Limited- 192 MW Allain Duhangan HEP (Himachal Pradesh)

AD Hydro Power Ltd (ADHPL), a step down subsidiary of your Company, is engaged in the generation & transmission of energy from its 192 MW Allain Duhangan Hydro Electric Project in the state of Himachal Pradesh.

ADHPL recorded revenue from operations of ₹ 3152.20 million during the financial year 2022-23 as compared to ₹ 2558.07 million in the previous financial year. The Net profit during the financial year 2022-23 is ₹ 2021.90 million as compared to net profit of ₹ 983.04 million in the previous financial year.

The generation during the financial year 2022-23 stood at 637.13 Million kWh as compared to 637.45 Million kWh in the previous financial year.

During the year, ADHPL become 100% subsidiary of MPCL as MPCL acquired 12% stake held by International Finance Corporation (IFC) in ADHPL.

(iii) NJC Hydro Power Limited-780 MW Nyamjang Chhu HEP (Arunachal Pradesh)

NJC Hydro Power Limited (NHPL), a wholly owned subsidiary of your company, was having license to develop 780 MW Nyamjang Chhu Hydro Electric Project in the state of Arunachal Pradesh. However, the Project has been rendered not doable by the Wildlife Institute of India (WII) in order to protect the habitat of Black Neck Cranes. The Memorandum of

Agreement by which the project was awarded was terminated by Government of Arunachal Pradesh (GoAP).

As per directions of Hon'ble Supreme Court, the company invoked arbitration proceedings.

During the year, on account of erosion of Net Worth, NHPL has filed an application with Hon'ble National Company Law Tribunal (NCLT), Delhi for reduction of capital from ₹ 100 crore to ₹ 5 lac. The matter is presently pending with NCLT.

(iv) Chango Yangthang Hydro Power Limited-180 MW Chango Yangthang HEP (Kinnaur District, Himachal Pradesh)

Chango Yangthang Hydro Power Ltd (CYHPL), a wholly owned subsidiary of your company, was having license to develop 180 MW Chango Yangthang Hydro Electric Project in the state of Himachal Pradesh.

Due to various socio legal issues not in the control of the company, the company has surrendered the project and filed an application with Govt. of H.P. for refund of upfront premium and security deposit of 3,969.45 Lakhs. The Company is constantly following up with the State Government for the refund of the said amount with interest.

(v) Balephi Jalvidhyut Company Ltd-23.52 MW Balephi HEP (Nepal)

Balephi Jalvidhyut Company Limited (BJCL), Nepal, a subsidiary of your company, has a license to develop 23.52 MW Hydro Power Project in Nepal.

Due to various reasons, the company has decided not to execute the project and exploring the possibility of selling its stake in BJCL.

WIND POWER PROJECTS UNDER SUBSIDIARIES

(i) BG Wind Power Limited-20 MW Wind Power Project in Distt. Jaisalmer, Rajasthan

During the current financial year 2022-23, BG Wind Power Limited (BGWPL) reported revenue from operations of ₹ 79.83 Million as compared to ₹ 42.55 Million in the previous financial year.

During the year, effective 1st April' 2022, the Company has recognised revenue @2.44/- kwh based on the RRECL approval approving the change of mode of sale of power to captive use, which also referred the decision taken by the Co-ordination committee in its meeting held on 31st December 2021 for adjustment of power injected after expiry of PPA till change of mode.

Due to above, the differential amount of 437.52 lacs from 3.14/kwh to 2.44/kwh recognised from 01 April 2019 to 31 March 2022 and GBI recognised for the above period has also been reversed during the year and charged to the statement of Profit and loss.

The Company suffered loss of ₹ 103.64 million in the financial year 2022-23 as against loss of ₹ 105.98 million during the previous financial year.

The generation during the current financial year 2022-23 is 10.57 MUs as compared to 10.60 MUs in the previous year.

On 06th April 2023, your company divested its entire equity stake in BGWPL and from this date, BGWPL ceases to be the subsidiary of your company.

OTHER SUBSIDIARIES

(i) Indo Canadian Consultancy Services Limited

Indo Canadian Consultancy Services Ltd (ICCS), subsidiary of your company, is engaged in the consultancy of hydro power and irrigation projects with wide range of services like investigations, due diligence studies, preparation of prefeasibility reports and detailed project reports, detailed design and drawings, technical specification, construction supervision, pre tender engineering, lender's engineer services etc.

During the current financial year 2022-23, ICCS recorded Revenue from operation of ₹ 50.53 million as against ₹ 42.40 million in the previous year. During the current financial year 2022-23, ICCS recorded Loss of ₹ 3.81 million as against profit of ₹ 7.95 million during the previous financial year. The main reason for loss during current year is recognition of Deferred Tax of ₹ 8.06 million as against Nil in the previous year.

(ii) Replus Engitech Private Limited

Replus Engitech Private Limited (Replus) becomes subsidiary of your Company w.e.f. 06th March 2023. Your Company acquired 74% stake equity stake in Replus. Replus is engaged in the business of providing Battery Energy Storage Solution (BESS) and is presently setting up battery assembly unit at a capex of approx ₹ 47 crore, the term loan of which is financed by HDFC Bank Ltd. The setting up of factory is in advance stage.

For the FY 2022-23, Replus reported revenue of ₹ 11.63 crore. Due to company being in start-up

phase and high fixed cost (Opex) against revenue, the company incurred loss of ₹ 3.50 crore during the year.

6. DIVIDEND

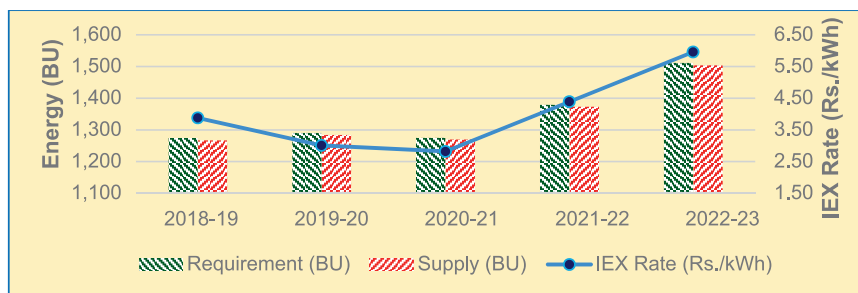
In view of accumulated losses, your Directors do not propose any dividend for the financial year under review.

7. INDUSTRY POTENTIAL & DEVELOPMENT

India is the third largest producer and consumer of electricity in the world with all India installed power generation capacity at 416.06 GW as on 31.03.2023, which comprises of 237.27 GW of Thermal, 46.85 GW of Hydro, 6.78 GW of Nuclear and 125.16 GW of Renewable capacity. Installed Capacity of 125.16 GW under Renewable segment is further segregated into 4.94 GW of SHP, 42.63 GW of Wind, 10.80 GW of Bio-Power and 66.78 GW of Solar Capacity. Over the last few years, capacity addition in Renewable energy segment (i.e. Solar/ Wind/SHP/Bio-Power) has been remarkable, during 2022-23 also, an impressive growth of ~14% on Y-O-Y basis is observed.

During fiscal year 2022-23, energy demand in the country rose to ~1,512 BU (with 10% Y-o-Y growth), whereas peak demand rose to ~216 GW (with 6% Y-o-Y growth). The average monthly market clearing price at the Indian Energy Exchange (IEX) was ₹ 5.96/kWh in 2022-23 @ Regional Periphery, almost 36% higher compared to 2021-22 due to sharp rise in power demand, especially during peak hours. Total short term power transactions were ~13.70% of yearly generation (excluding generation from renewables and captive power plants). The following "Table-1" indicates the energy requirement/ supply along with IEX rates during last 5 years.

Table 1: Energy Requirement/ Supply & IEX rates during last 5 years.



Last year during March-April 2022, geo-political unrest created logistical bottlenecks and there was acute shortage/extremely high prices of Coal/Regassified Liquefied Natural Gas (RLNG) in the international markets. It has resulted in imported coal/RLNG based generating stations to operate at lower plant load factor which further increased the dependency on domestic coal based power plants to meet the increasing power demand. Such factors concurrently created demand-supply imbalance, which led to surge in exchange/spot power prices and remained elevated almost throughout the year. However, with the gradual reduction in prices of natural gas and imported coal, these spot power prices have also started to moderate now.

On 31st March 2023, Central Electricity Regulatory Commission (CERC) exercised its power under Power Market Regulations 2021 in public interest and revised the cap on exchange prices downward to ₹ 10/kWh from

₹ 12/kWh (earlier) on all market segments of power exchanges w.e.f 4th April 2023 till further notification.

During the year 2022-23, CERC has also approved the introduction of HP-DAM (High Price Day Ahead Market) and made it operational on Power Exchange platforms for the following power generating stations with a price cap of ₹ 20/kWh:

1. RLNG/Naptha
2. Imported coal
3. Battery Energy Storage Systems (BESS).

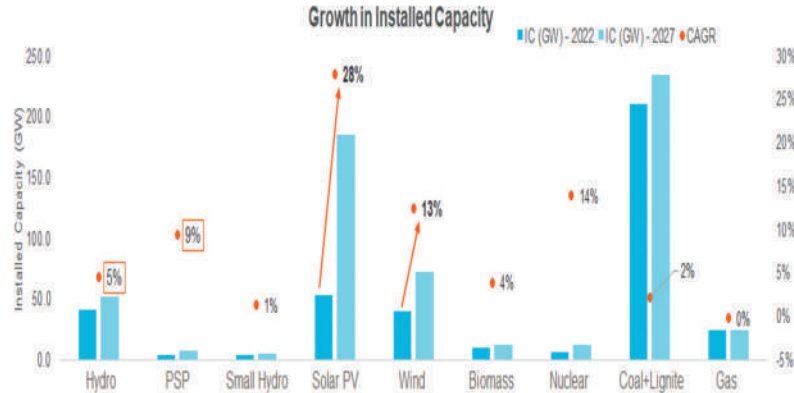
This would reduce the cost of power for the buyers, while providing an opportunity to the high cost generators and the willing buyers to participate in the HP-DAM segment.

In April 2023, Ministry of Power (Govt. Of India) has issued guidelines for promoting Pumped Storage Projects (PSP) in the country. These guidelines have paved a way for installation of large scale pumped Storage Projects. It has

addressed various issues faced by the developers related to environmental clearances, free power to home state, budgetary support, applicability of Inter-state Transmission System (ISTS) charges etc. Because of the intermittent nature of renewable energy generation plants, storage of renewable energy by means of Battery Storage Energy Systems (BESS) and Pumped Storage Projects (PSP) is

the key for it to be a feasible and reliable source of energy generation. The PSP's and BESS may prove a boon in tackling the peak power demand scenarios of the country in the coming years.

National Electricity Plan issued by CEA has estimated the following growth in Installed capacity from the year 2022 to the year 2027.



Source – National Electricity Plan issued by CEA

- Installed capacity of solar and wind will see highest growth rates between FY 22 & FY 27, 28% & 13% respectively
- Hydro capacity is expected to grow by 5% only and Pump Storage Hydro Projects (PSP) will grow by 9% only
- High amount of solar will result in situation where excess power is available during solar hours and power availability affected during non-solar hours

All India power demand is on a continuous uptrend & peak power demand has touched the highest ever figure of 223 GW in June 2023. As per the CEA estimates (20th Electric Power Survey) peak power demand will increase further in coming years and this will create new opportunities for Merchant Power Plants in catering such increased demand for power.

Going forward with the broad expectations of India's GDP for 2023-24 to be 6.30% (World Bank's Estimate), the Company expects Indian Power Sector to act as the primary growth engine for the economy. With ever increasing power demand and penetration of innovative products in the power market, the power sector is bound to grow at a healthy pace.

8. CORPORATE GOVERNANCE

The Company is committed to achieve the high standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their interest.

The majority of the Board comprises of Non-Executive Directors' including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy,

performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, affecting the financial position of the Company have occurred during the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

10. INTERNAL CONTROL / INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal controls in place commensurate with the size and nature of its business. Internal Audit is conducted by outside Auditing Firms. The Internal Audit Reports are reviewed by the top management and the audit committee and timely remedial measures are ensured.

Further, the Internal Financial Control framework is under consistent supervision of Audit Committee, Board of Directors and also Independent Statutory Auditors. During the year, no reportable material weakness in the design or operations was observed.

11. PERSONNEL

(i) INDUSTRIAL RELATION

The Industrial Relations during the period under review generally remained cordial at the plants and corporate office of the Company without any untoward incidents.

(ii) PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and

Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure-II**.

12. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2023.

13. RESERVES

The Company has not transferred any amount to the General Reserve for the FY 2022-23.

14. SHARE CAPITAL

a) Issue of equity shares with differential rights

During the financial year 2022-23, no equity shares have been issued with differential rights.

b) Issue of sweat equity shares

During the financial year 2022-23, no sweat equity shares have been issued.

c) Issue of employee stock options

During the financial year 2022-23, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2022-23 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

15. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

In your Company M/s Bhilwara Energy Limited, there are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

The members may please take note of the below status in case of the subsidiary companies:

In case of M/s NJC Hydro Power Limited (NHPL), the wholly owned subsidiary of your Company, the Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA) with respect to 780 MW Nyamjang Chhu Hydro Electric Project. As per directions of Hon'ble Supreme Court, the company invoked the arbitration proceeding. The outcome of Arbitration will have impact on the subsidiary company's future.

Further, during the year, on account of erosion of Net Worth, NHPL has filed an application with Hon'ble National Company Law Tribunal (NCLT), Delhi for reduction of capital from ₹ 100 crore to ₹ 5 lac. The matter is presently pending with NCLT.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and

Outgo in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure-III** forming part of this Report.

17. DIRECTORS AND KEY MANAGERIAL PERSONNEL DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

Pursuant to the provisions of Companies Act, 2013, Mr. Ravi Jhunjunhwal (DIN: 00060972), Mr. Riju Jhunjunhwal (DIN:00061060) and Mr. Rishabh Jhunjunhwal (DIN: 03104458) shall retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment. The Board recommends their re-appointment.

❖ During the year, the following changes occurred in the Directors/ KMP's of the Company:-

Ø APPOINTMENTS/ RE-APPOINTMENTS

DIRECTORS RETIRE BY ROTATION

During the year, Mr. Ravi Jhunjunhwal (DIN:00060972), Mr. Riju Jhunjunhwal (DIN:00061060) and Mr. Rishabh Jhunjunhwal (DIN: 03104458) retired by rotation at the 16th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 16th Annual General Meeting of the Company held on 28th September, 2022.

DECLARATION FROM INDEPENDENT DIRECTORS

Your Directors further inform the members that declarations under section 149(7) of the Companies Act, 2013 have been taken from the Independent Director/s at the beginning of the financial year confirming that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following acted as the Key Managerial Personnel of the Company:

- Mr. Riju Jhunjunhwal, Managing Director
- Mr. Ravi Gupta, Company Secretary
- Mr. Krishna Prasad, Chief Financial Officer (CFO)

18. MEETINGS

(i) MEETINGS OF THE BOARD

The Board of Directors had met four (4) times during the financial year 2022-23. The Meeting of the Board were held on 12th May, 2022, 05th August, 2022, 04th November, 2022 and 06th February, 2023.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The Attendance of the Board meetings held in the financial year 2022-23 is as below:

S. No.	Name of the Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Ravi Jhunjhunwala	Chairman & Non-Executive Director	4	3
2	Mr. Riju Jhunjhunwala	Managing Director	4	4
3	Mr. Rishabh Jhunjhunwala	Managing Director	4	2
4	Dr. Kamal Gupta	Non-Executive Director (Independent Director)	4	4
5	Ms. Niharika Bindra	Non-Executive Director (Independent Director)	4	4

(ii) AUDIT COMMITTEE

During the financial year 2022-23, the Audit Committee reviewed the Company's financial results, Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2022-23.

The majority of the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee.

During the financial year 2022-23 four (4) Audit Committee Meetings were held. The meetings were held on 12th May, 2022, 05th August, 2022, 04th November, 2022 and 06th February, 2023.

The Composition & Attendance of the Audit Committee meetings held during the financial year 2022-23 is as below:

S. No.	Name of the Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Member	4	4
2.	Dr. Kamal Gupta	Member	4	4
3.	Ms. Niharika Bindra	Member	4	4

The Company Secretary acts as the Secretary to the Committee.

(iii) NOMINATION AND REMUNERATION COMMITTEE MEETING

During the financial year 2022-23, Two (2) Nomination and Remuneration Committee Meetings were held on 12th May, 2022 and 05th August, 2022.

The Composition of the Nomination & Remuneration Committee is as below:

S. No.	Name of the Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Dr. Kamal Gupta	Chairman & Member	2	2
2.	Mr. Ravi Jhunjhunwala	Member	2	2
3.	Ms. Niharika Bindra	Member	2	2
4.	Mr. Rishabh Jhunjhunwala	Member	2	1

The Company Secretary acts as the Secretary to the Committee.

(iv) INDEPENDENT DIRECTORS' MEETING

The Independent Directors met on 28th March, 2023 without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Managing Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

19. GENERAL MEETINGS

The Annual General meeting of the members of the Company for the Financial Year 2021-22 was held on 28th September, 2022.

One Extra-Ordinary General Meeting was held on 20th March 2023 during the year under review.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company has not entered into any transaction with related parties which could be considered material in terms of section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under section 134(3) (h) of the Companies Act, 2013 in form AOC-2 is not applicable.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The details of the loans, guarantee and investments are disclosed in the notes to the financial statement of the Company.

22. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

23. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect stakeholder's value by minimizing threats or losses and identifying & maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The CSR provisions are not applicable on the Company.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the Companies Act, 2013, the Board of Directors on the recommendation of the Nomination and Remuneration Committee has framed a policy for the appointment of Directors and Senior Management and KMP's of the Company and their remuneration. The Policy forms part of this Report as Annexure IV and has also been available on the website of the Company www.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the Annual General Meeting held on 28th September, 2022, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were appointed as the Statutory Auditors of the Company for 2nd term of 5 years to hold office till the conclusion of the 21st Annual General Meeting to be held in the Calendar Year, 2027.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

27. REPORTING OF FRAUD BY AUDITORS'

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor and the Internal Auditor had reported any matter under Section 143 (12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

28. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors Report does not contain any qualification, reservation adverse remarks or disclaimer.

29. SECRETARIAL AUDITOR

The Company had appointed M/s M.L. Sharma & Co., Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2022-23, pursuant

to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure V** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

30. INTERNAL AUDITOR

Based on the recommendations of the Audit Committee, the Board had re-appointed M/s BGJC & Associates, Chartered Accountants (ICAI Firm Registration No.003304N/N500056) as its Internal Auditor for the financial year 2023-24. During the year under review, the Company continued to implement the suggestions and recommendations made by the Internal Auditors to improve the control environment.

31. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Board Reports to the members that with the objective of pursuing the business in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior and to encourage and protect the employees who wish to raise and report their genuine concerns about any unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct, the Company on the recommendation of the Audit Committee has adopted a Whistle Blower Policy. The policy adopted by the Company contains a framework whereby the identity of complainant is not disclosed. The Policy has been disclosed on the website of the Company www.bhilwaraenergy.com.

32. ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return is available on the website of the Company.

33. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- (a) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit and loss of the company of that period;
- (c) that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) that the annual financial statement has been prepared on a going concern basis;
- (e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- (f) that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

34. GENERAL DISCLOSURE

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2022-23.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2022-23.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by the Institute of Company Secretaries of India (ICSI) from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies

Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.

- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.

35. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

**For and on behalf of the Board of Directors
Bhilwara Energy Limited**

Place: Noida (U.P)
Date : August 08, 2023

Ravi Jhunjhunwala
Chairman
(DIN 00060972)

ANNEXURE – I TO THE DIRECTORS' REPORT

**Statement containing salient features of the financial statements of Subsidiaries/Associates companies/
Joint Ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with
Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1)**

Part "A": Subsidiaries

(₹ in lakhs)

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	BG Wind Power Limited	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited	Replus Engitech Private Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007*	31.03.2008	12.03.2009 **	18.10.2017	16.12.2009	30.03.2011	06.03.2023
Reporting Period	2022-23	2022-23	2022-23	2022-23	2022-23	2022-23	2022-23	2022-23
Reporting Currency	INR	INR	INR	INR	INR	INR	INR	INR
Issued, subscribed & paid up capital	14,752.57	56,015.28	70.66	1,669.16	2,205.00	10,000.00	3,000.00	192.31
Reserves	1,16,764.44	70,274.20	181.61	(240.65)	(6,193.76)	(10,002.67)	27.11	1,332.25
Total assets	1,35,429.00	1,31,615.10	733.57	1,709.10	6,258.10	2,549.21	3,974.38	2,499.20
Total liabilities	3,913.00	5326.00	481.30	280.59	10,246.86	2,551.88	947.27	974.64
Investment (except in subsidiary)								
Turnover	14,811.00	31,521.33	505.26	-	798.24	-	-	25.04
Profit before tax	11,347.82	22,941.75	42.47	(1.15)	(1,036.38)	(9,869.37)	(39.77)	(51.63)
Provision for tax	3206.00	2,723.10	80.59	-	-	-	-	(17.96)
Profit after taxation	8,142.82	20,218.65	(38.12)	(1.15)	(1,036.38)	(9,869.37)	(39.77)	(33.67)
Proposed Dividend								
% of Shareholding	51.00%	51.00%	75.50%	95.86%	100.00%	100.00%	100.00%	74.00%

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian) =160 NR (Nepali Rupee).

Name of Subsidiaries which are yet to commence operations

Sr. No.	Name of the Company
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Name of Subsidiaries which have been liquidated or sold during the year

Sr. No.	Name of the Company
1	NIL

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
BHILWARA ENERGY LIMITED

Ravi Jhunjhunwala
Chairman
DIN: 00060972

Riju Jhunjhunwala
Managing Director
DIN:00061060

Krishna Prasad
CFO

Ravi Gupta
Company Secretary
M.No. F5731

Place : Noida (U.P.)
Date : August 08, 2023

ANNEXURE – II TO THE DIRECTORS' REPORT

The information of employees receiving salary in excess of the limits as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in years)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Riju Jhunjunwala	Managing Director	98.30 lakhs	Graduate in Business Management Studies from University of Bradford, UK	19.5 Years	44 Years	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Riju Jhunjunwala is the son of Sh. Ravi Jhunjunwala ji and brother of Mr. Rishabh Jhunjunwala
2	Mr. Rishabh Jhunjunwala	Managing Director	98.30 lakhs	i) Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan. ii) Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.	13 Years	39 Years	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Rishabh Jhunjunwala is the son of Sh. Ravi Jhunjunwala Ji and brother of Mr. Riju Jhunjunwala
3	Mr. Ravi Gupta	GM & Company Secretary	40.83 lakhs	B.Com, FCS, LLB	23 Years	45 Years	15.07.2009	Sara Textiles Ltd.	NIL	Permanent	No
4	Mr. Krishna Prasad	CFO (DGM- Finance)	32.87 lakhs	B.Com, FCA	22 Years	50 Years	18.03.2016	Lanco Mandakini Hydro Energy Pvt. Ltd.	NIL	Permanent	No
5	Mr. Bhupal Singh	Caretaker	3.37 lakh	10th	25 Years	44 Years	01.04.2021	Malana Power Company Ltd.	NIL	Permanent	No

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ₹ millions)	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

ANNEXURE III TO DIRECTOR'S REPORT

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy NIL

(b) Technology Absorption

The Technology for Wind Power Project has been provided by AMSC Austria-subsiidiary of USA based American Superconductors Corporation (AMSC) a well-known Company in field of Wind Energy, through their business partners in India, who are acting as the EPC cum Project Developer. The operations and maintenance of the Wind Farm is also with the Project Developer. Our team has been extensively involved during all the phases of manufacturing, quality control, micro siting erection and commissioning. The operations of the commissioned WTGs is also being monitored on a daily basis. The maintenance of the WTGs is also being monitored on an ongoing basis. The operations of Wind Power plant is monitored through SCADA.

(c) Foreign Exchange Earnings and Outgo

(in ₹ Millions)

S.No.	Particulars	2022-23	2021-22
I	Foreign Exchange Outgo		
	Travelling	NIL	NIL
	Professional charges	NIL	NIL
	Consultancy Charges	NIL	NIL
	Total	NIL	NIL
II	Foreign Exchange Earnings		
	Foreign Exchange Earnings	NIL	NIL
	Total	NIL	NIL

ANNEXURE IV TO THE DIRECTORS REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013, the Company is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company has already a Remuneration Committee with three Non-Executive Independent Directors. In order to align the same with the provisions of the Companies Act, 2013, the Board of Directors in their meeting held on 30th June, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

"Key Managerial personnel (KMP) means and comprise-

- Managing Director & Chief Executive officer;
- Whole-time Director;
- Company Secretary;
- Chief Financial Officer;
- Such other Officer as may be prescribed.

Senior Management comprise the personnel of the Company who are members of its core management team, excluding the Board of Directors, so also, that would also include all members of management one level below the Executive Directors, including Functional Heads.

Role and Objective of Committee:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a Director.
2. Identify persons who are qualified to become Directors and who may be appointed in senior management positions in accordance with the criteria laid down in the policy.
3. Recommend to the Board the appointment and removal of Directors and Senior Management.
4. Carry out evaluation of every Director's performance.
5. Formulate criteria for evaluation of Independent Directors and the Board.
6. Recommend to the Board a Policy, relating to the remuneration for the directors, key managerial personnel and Senior Management.
7. To devise a policy on Board diversity
8. To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run Company successfully.
9. To ensure the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
10. To develop a Succession Plan for the Board and to review it regularly.
11. To perform such other functions as may be referred by the Board or be necessary in view of the provisions of the Companies Act, 2013 and Rules made thereunder.

Membership:

1. The Committee shall comprise at least three (3) Directors, all of whom shall be non-executive Directors and at least half of them shall be independent.
2. Minimum two (2) members shall constitute a Quorum for a Committee meeting.
3. Term of the Committee shall be continued unless terminated by the Board of Directors.

Chairman:

1. Chairman of the Committee shall be an Independent Director.
2. Chairperson of the Company may be appointed as a member of the Committee but shall not Chair the Committee.
3. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
4. Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

Frequency of Meetings:

The meeting of the Committee shall be held at such regular intervals as may be required.

Committee Member's Interests:

1. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
2. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

Voting:

1. Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall, for all purposes, be deemed to be a decision of the Committee.
2. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

Appointment of Directors/KMP/Senior Officials:

While recommending a candidate for appointment, the Committee shall have regard to:

- Assessing the appointee against a range of criteria which includes but not limited to qualifications, skills, experience, background and other qualities required to operate successfully;
- The experience and knowledge that the appointee brings to the role of KMP/Senior Officials, which, in turn, will enhance the skill sets and experience of the Board as a whole;
- The nature of existing positions held by the appointee including directorship and such other relationship and the impact of the same on the Company's welfare.

Letter of Appointment:

The letter of appointment issued by the Company, should contains the terms and conditions of his/her appointment.

Policy on Board Diversity:

The Nomination and Remuneration Committee shall ensure that the Board of Directors have the combination of Directors from different areas/fields or as may be considered appropriate in the best interests of the Company.

Remuneration of Directors, Key Managerial Personnel and Senior Management:

The salaries of Directors, Key Management Personnel and other senior officials shall be based and determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any. The level and composition of remuneration/fee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management to run the company successfully. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Fixed Pay :

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The salary paid need to be competitive and reflective of the individual's role, responsibility and experience in relation to performance of day-to-day activities to be usually reviewed on an annual basis;

2. Minimum Remuneration :

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. Provision for excess remuneration :

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it, unless permitted by the Central Government.

4. Increment :

Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board, which should be within the slabs approved by the Shareholders in the case of Managerial Person.

Remuneration to Non-Executive/Independent Director:

1. Remuneration/Commission:

The remuneration/commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the Rules made there under for the time being in force.

2. Sitting Fees:

The Non- Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee(s) thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

Directors' and Officers' Insurance

- Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel, Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to such personnel.

Other Provisions:

- The Independent Directors shall not be entitled to any Stock Option.

Evaluation/ Assessment of Directors of the Company

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performance of the Directors have been:

- Contributing to clearly define corporate objectives & plans
- Obtain adequate, relevant & timely information.

- Assess policies, structures & procedures
- Regular monitoring of corporate results against projections
- Review achievement of strategic and operational plans, objectives, budgets
- Identify, monitor & mitigate significant corporate risks
- Review management's Succession Plan
- Effective meetings
- Clearly defining role & monitoring activities of Committees
- Review of ethical conduct

Additionally, for evaluation/assessment of the Performances of Managing Director(s) / Whole Time Directors (s) of the Company, following criteria may also be considered.

- Leadership & stewardship abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials.

Evaluation following the aforesaid parameters, will be conducted by the Independent Directors for each of the Executive/ Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors relative to the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

DEVIATIONS FROM THIS POLICY:

Deviations on elements of this policy, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

ANNEXURE V TO THE DIRECTORS REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]

To
The Members,
BHILWARA ENERGY LIMITED,
(CIN: U31101DL2006PLC148862)
New Delhi-110025

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BHILWARA ENERGY LIMITED** (hereinafter called the company). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, documents, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period, covering **the financial year ended on March 31, 2023** complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on March 31, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder **(Not applicable to the company during the financial year under review)**;
- (iii) The Depositories Act, 1996 and the Regulations and bye laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) **(All the following Regulations including amendments, if any, from time to time are not applicable to the company during the Audit period)**:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011);
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **(company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review)**;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) Other laws applicable specifically to the company, as identified and on the basis of representation given by the management:
 - (a) The Electricity Act, 2003 and rules and regulations made thereunder;
 - (b) The Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.
- (vii) We have also examined compliance with the applicable clauses of the following:
 - (a) Secretarial Standards issued by *The Institutes of Company Secretaries of India* **(Notified and effective from 1st July, 2015)**;
 - (b) The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 **(Not Applicable to the company during the financial year under review)**.

During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

- (i) The Board of Directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- (ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- (iii) All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of the Directors or committee of the Board, as the case may be. There was no dissenting vote for any matter.

We further report that during the audit period, the company has adopted a new set of Articles of Association in pursuance to the Section 14 of the Companies Act, 2013. The company has complied with all the applicable laws, rules, regulations and guidelines with respect to the adoption of new set of Articles of Association.

We further report that we have relied on the representation made by the company and its officers for systems and mechanism formed by the company for compliances under other applicable Acts and regulations to the company. Therefore, we are of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company affairs.

This report is to be read with our letter of even date which is **Annexure I** and forms an integral part of this report.

For **M.L. SHARMA & COMPANY**
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)
FCS No.: 8241
CP No: 6823

UDIN: F008241E000721571

Place: Delhi
DATE: August 2, 2023

ANNEXURE I

To
The Members,
BHILWARA ENERGY LIMITED,
(CIN: U31101DL2006PLC148862)
New Delhi-110025

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by statutory Auditor.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, Rules regulations, and standards is the responsibility of management. Our examination was limited to the verification of practices on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

For **M.L. SHARMA & COMPANY**
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)
FCS No.: 8241
CP No: 6823

UDIN: F008241E000721571

Place: Delhi
DATE: August 2, 2023

Independent Auditors' Report

(Standalone)

To the Members of Bhilwara Energy Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **Bhilwara Energy Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the Standalone Financial Statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the Standalone Financial Statements do not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigation therefore there is no impact on its financial position of Standalone Financial Statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
 - iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 37(vii) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that,

to the best of its knowledge and belief as disclosed in the note 37(vii) to the Standalone Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity (ies).

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For Doogar & Associates

Chartered Accountants

Firm Regn. No. 000561N

Mukesh Goyal

Partner

Membership No. 081810

UDIN: 23081810BGZCIZ7750

Place: Noida, U.P.

Date: May 16, 2023

ANNEXURE 'A' TO AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a programme of physical

verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.

- (c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment, according to the information and explanations given to us and based on the examination of the award letter and certificate of mutation provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) As per the details and information shared with us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) According to the information and explanation given to us and the records examined by us, the company is not having any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) (a) The Company has granted unsecured loans to its subsidiaries and employees, but has not made any investments in, provided any guarantee or security or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year-

Amount in ₹ Lakhs

Particulars	Loans
A. Aggregate amount provided during the year	
- Subsidiaries	2006.00
- Others (employees)	-
B. Balance outstanding as at balance sheet date in respect of above cases*	
- Subsidiaries	8080.10
- Others (employees)	-

*The amounts reported are at outstanding balance after actual write off of ₹ 4041.17 lakhs during the year.

- (b) The terms and conditions of the grant of all the above-mentioned loans granted, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
- (c) The Company has granted loans re-payable on demand as agreed, to parties covered in the register maintained under section 189 of the Act. We are informed that the Company has not demanded

repayment of any such loan during the year and thus there has been no default on the part of the parties to whom the money has been lent.

- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year except for the loans mentioned in clause (a) above.
- (iv) According to information and explanation given to us, the Company complied with the provisions of sections 185 or 186 of the Companies Act, 2013 in respect of investments, loans, guarantee or security given, to the extent as applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, Goods and Service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the yearend for a period of more than six months from the date they became payable as at 31st March, 2023.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, goods and service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.
- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The company has not raised any funds on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company has not taken any term loan during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports issued to the Company during the year.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the

assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) The company is not having any obligation under section 135 of the Companies Act 2013 Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal

Partner
Membership No. 081810
UDIN: 23081810BGZCIZ7750

Place: Noida, U.P.
Date: May 16, 2023

Annexure B to the Independent Auditor's Report to the Members of Bhilwara Energy Limited on Standalone Financial Statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Bhilwara Energy Limited** ("the Company") as of 31st March 2023 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial

Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial

reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal

Partner
Membership No. 081810
UDIN: 23081810BGZCIZ7750

Place: Noida, U.P.
Date: May 16, 2023

Balance Sheet

as at March 31, 2023 (Standalone)

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
I ASSETS			
A Non-Current Assets			
(a) Property, Plant and Equipment	3	5,600.88	5,978.35
(b) Financial Assets			
(i) Investments	4	24,780.66	22,780.74
(ii) Loans	5	346.22	312.22
(iii) Others	8	7.00	7.25
(c) Other non-current assets	9	655.40	172.99
(d) Deferred tax assets (net)	10	1,973.02	-
		33,363.18	29,251.55
B Current Assets			
(a) Financial Assets			
(i) Trade Receivables	7	355.56	892.96
(ii) Cash and cash equivalents	6	58.57	99.16
(iii) Bank balances other than (ii) and above	6(b)	550.00	171.92
(iv) Loans	5	7,282.27	6,568.30
(v) Others	8	5.77	20.47
(b) Other Current Assets	9	21.89	22.61
		8,274.06	7,775.42
Total Assets		41,637.24	37,026.97
II EQUITY AND LIABILITIES			
A Equity			
(i) Equity Share Capital	11	16,575.93	16,575.93
(ii) Other Equity	12	24,876.38	17,444.74
		41,452.31	34,020.67
B Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	-	2,760.81
(b) Provisions	17	131.60	90.14
		131.60	2,850.95
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	-	100.00
(ii) Trade Payables	14		
- Total outstanding dues of micro enterprises and small enterprises		0.68	1.28
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		9.28	23.43
(iii) Others	15	22.27	14.81
(b) Other Current Liabilities	16	18.32	13.15
(c) Provisions	17	2.78	2.68
		53.33	155.35
Total Equity and Liabilities		41,637.24	37,026.97
Significant Accounting Policies	2		

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972
Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060
Ravi Gupta
Company Secretary
M.No. F5731

Statement of Profit & Loss

for the Year Ended March 31, 2023 (Standalone)

		(₹ in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
i Revenue From Operations	18	1,230.21	1,085.42
ii Other Income	19	6,589.86	1,026.87
iii Total Income		7,820.07	2,112.29
iv Expenses			
Employee Benefits Expense	20	400.92	269.67
Finance Costs	21	120.14	327.01
Depreciation and amortization expense	22	377.47	378.60
Other Expenses	23	1,431.59	306.90
v Total Expenses		2,330.12	1,282.18
vi Profit/(Loss) before tax		5,489.95	830.11
vii Tax Expense	24		
Deferred Tax		(1,973.03)	-
Tax related to earlier years		18.47	-
viii Profit/(Loss) for the year		7,444.51	830.11
ix Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	25		
Re-measurement gains/ (losses) on defined benefit plans		(12.87)	(5.17)
x Other comprehensive income for the year		(12.87)	(5.17)
xi Total comprehensive income for the year (Comprising Profit/Loss and Other comprehensive income for the year)		7,431.64	824.94
xii Earnings per Equity Shares	26		
(i) Basic (in ₹)		4.48	0.50
(ii) Diluted (in ₹)		4.48	0.50
Face value per share (₹)		10.00	10.00
Significant Accounting Policies	2		

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

Statement of Changes in Equity

for the Year Ended March 31, 2023 (Standalone)

A. Equity share capital

1. Current reporting period (₹ in Lakhs)

Particulars	No. of Shares	Total
Balance as at April 1, 2022	16,57,59,311	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2023	16,57,59,311	16,575.93

2. Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares	Total
Balance as at April 1, 2021	16,57,59,311	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	16,57,59,311	16,575.93

B. Other equity

1 Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2022	10.12	41,641.56	(24,206.94)	17,444.74
Profit/(Loss) during the year	-	-	7,444.51	7,444.51
Other comprehensive income during the year	-	-	(12.87)	(12.87)
Total	-	-	7,431.64	7,431.64
Balance as at March 31, 2023	10.12	41,641.56	(16,775.30)	24,876.38

2 Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2021	10.12	41,641.56	(25,031.88)	16,619.80
Profit/(Loss) during the year	-	-	830.11	830.11
Other comprehensive income during the year	-	-	(5.17)	(5.17)
Total	-	-	824.94	824.94
Balance as at March 31, 2022	10.12	41,641.56	(24,206.94)	17,444.74

Significant Accounting Policies

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

Cash Flow Statement

for the Year Ended March 31, 2023 (Standalone)

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	7,444.51	830.11
Adjustment to reconcile profit before tax to net cash flows		
Depreciation of Property Plant and Equipment	377.47	378.60
(Profit)/ loss on disposal of Property, plant and equipment	-	(0.36)
Provision for Gratuity and leave encashment	28.70	12.27
Finance Cost	120.14	327.01
Interest Income	(84.73)	(43.11)
Sundry Balance Written off	-	(50.00)
Claim for generation loss/PLF	(13.68)	(67.01)
Interest Income related party	(34.62)	(30.80)
Bad Debts Written-Off	1,270.20	65.64
Dividend Income	(6,470.48)	(902.86)
Non Cash adjustment in Quoted Equity Investment	0.04	(0.01)
Operating Profit/(loss) before working capital changes	2,637.55	519.48
(Increase) / Decrease in trade receivables	537.40	249.50
(Increase) / Decrease in loan (financial assets)	(1,235.58)	(79.23)
(Increase) / Decrease in other financial assets	14.95	-
(Increase) / Decrease in other non current assets	(655.39)	(85.26)
(Increase) / Decrease in other current assets	(1,972.30)	84.58
Increase / (Decrease) in Provisions	12.87	17.43
Increase / (Decrease) in trade payables	(14.75)	66.07
Increase / (Decrease) in other financial liabilities	7.46	61.76
Increase / (Decrease) in other current liabilities	5.17	(0.63)
	(662.62)	833.70
Refund of Income Tax / Tds	172.99	-
Net cash flow (used) in/ from Operating Activities	(489.63)	833.70
B. Cash Flow From Investing Activities		
Purchase of property, plant and equipment	-	(13.39)
Proceeds from sale of property, plant and equipment	-	9.43
Interest received	84.73	42.93
Dividend received from subsidiary company	6,470.48	902.86
Loan to Subsidiary	(747.28)	(149.90)
Sale of Investment (Quoted)	0.08	-
Investment in Replus Engitech Pvt. Ltd.	(2,000.00)	-
Net cash flow (used) in/ from Investing Activities	3,808.01	791.93

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
C. Cash Flow From Financing Activities		
(Repayment) Long-term borrowings during the year	(2,860.81)	(1,124.51)
Interest paid	(120.05)	(327.01)
Net cash (used) in/ from Financing Activities	(2,980.86)	(1,451.52)
Net increase/(decrease) in cash & cash equivalent	337.49	174.11
Cash & Cash equivalent at the beginning of the year	271.08	96.97
Cash & Cash equivalent at year end	608.57	271.08
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	0.58	0.47
ii) Balance with Banks :		
- In Current Accounts	57.99	47.73
- In Fixed Deposits	550.00	222.88
Total	608.57	271.08

Significant Accounting Policies

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

Notes to Financial Statements

for the Year Ended March 31, 2023 (Standalone)

1. CORPORATE INFORMATION

Bhilwara Energy Limited (the 'Company'), is a public limited company incorporated on 17th May, 2006 under the erstwhile Companies Act, 1956 situated in the NCT of Delhi. The company is engaged in the establishment, operation and maintenance of power generating stations and tie-lines, sub-stations and main transmission lines connected therewith. Currently, the company is engaged in generation of wind power through 14 MW wind power project situated in Maharashtra which had become operational during the financial year 2013-14.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind AS.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest Crores and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

i. Service Concession Arrangements

Management has assessed applicability of Appendix-D of Ind AS-115: Service Concession Arrangements to power distribution arrangements entered into by the company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

ii. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

iii. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the amount can be reliably measured.

Sale of Electricity

Revenue from sale of electricity is recognized on the basis of billable electricity actually transmitted to customers.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment is recognized when the right to receive payment is established.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on tangible fixed assets is provided on the straight line method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Sr. No.	Asset description	Useful life
1	Plant & machinery	22 years
2	Other equipment	5-10 years
3	Computers and Equipment's	3-6 years
4	Vehicle	8 years
5	Furniture & fixtures	10 years

The depreciation was provided in accordance with the Schedule II to the Companies Act, 2013.

e) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost.

Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Impairment of Non-Financial Assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

g) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

1. Financial assets

i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:-

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:-

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments at (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

iii. Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the group has transferred substantially all the risks and rewards of the asset, or (b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the group could be required to repay.

iv. Impairment of financial assets

In accordance with Ind AS-109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Lease receivables under Ind AS-116
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS-11 and Ind AS-18
- e) Loan commitments which are not measured as at FVTPL
- f) Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and

- All lease receivables resulting from transactions within the scope of Ind AS-116

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 Months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 Months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 Months ECL is a portion of the lifetime ECL which results from default events that are possible within 12 Months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

2. Financial liabilities

i. Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

ii. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below.

iii. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

iv. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

v. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

h) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

i) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Transactions in foreign currencies are initially recorded by the company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

a. Provident fund

Retirement benefits in the form of provident fund are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

b. Gratuity

The Company's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

c. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

d. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends

relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

r) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level1** Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level2** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- **Level3** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

s) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

t) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Tangible Assets						Total
	Free hold land	Plant & machinery	Office equipment	Furniture and fixtures	Computers	Vehicles	
Gross Carrying Value							
As at April 1, 2021	294.00	8,663.26	3.09	0.73	8.52	25.97	8,995.57
Additions	-	-	-	1.50	-	11.89	13.39
Disposals	-	-	2.00	-	0.58	16.16	18.74
As at March 31, 2022	294.00	8,663.26	1.09	2.23	7.94	21.70	8,990.22
Additions	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-
As at March 31, 2023	294.00	8,663.26	1.09	2.23	7.94	21.70	8,990.22
Accumulated Depreciation							
As at April 1, 2021	-	2,626.10	2.34	0.17	5.15	9.21	2,642.97
Charge for the year	-	373.51	0.21	0.17	1.52	3.18	378.59
Disposals	-	-	1.97	-	0.48	7.24	9.69
As at March 31, 2022	-	2,999.61	0.58	0.34	6.19	5.15	3,011.87
Charge for the year	-	373.51	0.21	0.21	0.96	2.58	377.47
Disposals	-	-	-	-	-	-	-
As at March 31, 2023	-	3,373.12	0.79	0.55	7.15	7.73	3,389.34
Net Carrying Value							
As at March 31, 2022	294.00	5,663.65	0.51	1.89	1.75	16.55	5,978.35
As at March 31, 2023	294.00	5,290.14	0.30	1.68	0.79	13.97	5,600.88

Note:-

(i) All the assets are owned by Company except as mentioned otherwise.

4 INVESTMENTS (NON-CURRENT)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Investment in subsidiaries (unquoted)		
75,238,123 (previous Year 75,238,123) equity shares of ₹ 10.00 each of Malana Power Company Limited {includes 50 equity shares (previous year 50) held jointly with nominees of company}, the beneficial interest of which is with the Company.	18,103.38	18,103.38
5,33,500 (previous Year 5,33,500) equity shares of ₹ 10.00 each of Indo Canadian Consultancy Services Limited {includes 50 equity shares (previous year 50) held jointly with nominees of company}, the beneficial interest of which is with the Company.	459.82	459.82
2,20,50,000 (previous year 2,20,50,000) equity shares of ₹ 10.00 each fully paid up of BG Wind Power Limited {includes 6 shares (previous year 6 shares) held by individuals, the beneficial interest of which is with the Company}.	500.00	500.00
10,00,00,000 (previous year 10,00,00,000) equity shares of ₹ 10.00 each fully paid up of NJC Hydro Power Ltd {includes 6 equity shares (previous year 6) held jointly with nominees of company}, the beneficial interest of which is with the Company.	10,000.00	10,000.00
25,60,000 (previous year 25,60,000) equity shares of NR 100 each fully paid up of Balephi Jalvidyut Co Ltd Nepal (overseas subsidiary company). The conversion rate has been taken as 1 INR = 1.6 NR (Nepali Rupee).#	1,600.00	1,600.00
6,00,00,000 equity share of ₹ 5.00 each (previous year 6,00,00,000 equity share of ₹ 5.00 each) fully paid up of Chango Yangthang Hydro Power Limited {includes 6 equity shares (previous year 6) held jointly with nominees of the company}, the beneficial interest of which is with the Company.	3,000.00	3,000.00
14,23,077 equity share of ₹ 10.00 each (previous year NIL) fully paid up of Replus Engitech Private Limited.	2,000.00	-
	35,663.20	33,663.20
Investment in others (quoted)		
NIL (Previous year 489) equity shares of ₹ 10.00 each fully paid up of Punjab & Sind Bank Limited[Market value of the investment NIL(previous year ₹ 0.08 Lakhs)]	-	0.08
Investment in subsidiaries (Ind AS 109)		
Investment in BG Wind Power Limited (Interest free loan ₹ 795.00 Lakhs)*	589.07	589.07
	589.07	589.15
Less: Impairment allowance on non current investments	11,471.61	11,471.61
	24,780.66	22,780.74
Aggregate amount of quoted investments	-	0.59
Market value of quoted investments	-	0.08
Aggregate amount of unquoted investments	36,252.27	34,252.35
Aggregate amount of impairment in value of investments #	11,471.61	11,471.61
Investments carried at fair value through statement of profit and loss	-	0.08

*The Company has given interest free loan in FY 2017-18 to its wholly owned subsidiary BG Wind Power Limited amount to ₹ 795.00 Lakhs. The present value of interest free loan discounted at @10.95% p.a. portion is recognised under loan in Note 5 and the balance is shown as Company's investment.

#Impairment allowance on non current investments

(A) Share Purchase Agreement - Balephi Jalbidhyut Company Limited

The company had entered into share purchase agreement on dated 08th January 2018 for disposal of its investment in Balephi Jalbidhyut Company Limited, Nepal. The company has extended the validity of the said share purchase agreement till 30th June 2019. Since the transaction was not taken place hence the company has provided impairment in Previous years to reflects the proper fair value of this holding for the difference in the carrying value in the financial amounting to ₹ 1,471.61 Lakhs (previous year ₹ 1,471.61 Lakhs) for diminution in value of investments.

(B) Impairment loss as per Ind AS 36 - recoverable value of NJC Hydro Power Ltd

During the financial year 2018-19, The company has impaired an amount of ₹ 10,000.00 Lakhs against its investment in Equity of ₹ 10,000.00 Lakhs and loans amounting to ₹ 2,474.73 Lakhs (Covered under Note 5 to the standalone Financial Statements) in one of the subsidiary namely NJC Hydro Power Limited on the basis of the internal assessment of the management keeping in view of the indicators of the impairment. During the current financial year M/s. NJC Hydro Power Limited has filed an application with Hon'ble NCLT for reduction its paid up equity capital from ₹ 10,000.00 Lakhs to ₹ 5.00 Lakhs.

5 LOANS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good				
Loan to employees	-	0.17	0.17	2.00
Related Parties				
Interest free Loan to subsidiary company, good *	346.22	312.05	7,282.10	6,566.30
Interest free Loan to subsidiary company, credit impaired**	-	-	3.00	2,773.97
Less: Expected credit loss	-	-	(3.00)	(2,773.97)
	346.22	312.22	7,282.27	6,568.30

*The Company is engaged in the business of providing infrastructural facilities as per Section 186(ii) read with Schedule III of the Act. Accordingly, disclosures under Section 186 of the Act, is not applicable to the Company

**During the year an impairments has been done by an amount of ₹ 3.00 Lakhs during the year in one of the subsidiary namely NJC Hydro Power Limited (Refer Note 22).

6. CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
- Balance with banks		
In Current Accounts	57.99	47.73
In Deposit Accounts (with original maturity less than 3 months)	-	50.96
- Cash on hand	0.58	0.47
	58.57	99.16
(b) Bank balances (other than cash and cash equivalents)		
Fixed deposits more than 3 months but less than 12 months)	550.00	171.92
	550.00	171.92

7 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Unsecured, Considered Good	-	-	355.56	892.96
	-	-	355.56	892.96

Trade Receivables Ageing Schedule- Current

As at March 31, 2023	Not Due	Outstanding for following periods from due date				
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	65.42	243.30	0.50	-	-	309.22
Trade Receivable-Billed	65.42	243.30	0.50	-	-	309.22
Trade Receivable-Unbilled	46.34	-	-	-	-	46.34
Total	111.76	243.30	0.50	-	-	355.56

Trade Receivables Ageing Schedule- Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date				
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	62.76	419.24	373.31	-	855.31
Trade Receivable-Billed	-	62.76	419.24	373.31	-	855.31
Trade Receivable-Unbilled	37.65	-	-	-	-	37.65
Total	37.65	62.76	419.24	373.31	-	892.96

8. OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
GBI claim receivable	-	-	4.01	19.99
Security Deposits (with government department and others)	7.00	7.25	-	-
Bank balance more than 12 month maturity	-	-	-	-
Unbilled Revenue	-	-	-	-
Interest accrued on bank deposit	-	-	1.76	0.48
Interest accrued on loan to subsidiary	-	-	-	-
Interest accrued on loan to body corporate	-	-	-	-
- Interest accrued good	-	-	-	-
- Interest accrued doubtful	-	-	-	-
- Less: Expected credit loss	-	-	-	-
	7.00	7.25	5.77	20.47

9. OTHER ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Considered good, unless otherwise stated				
TDS receivable & advance taxes	655.40	172.99	-	-
Advance to employees	-	-	-	-
Advance to creditors/capital creditors	-	-	10.49	17.19
Prepaid expenses	-	-	11.40	5.42
Unsecured, considered doubtful	-	-	825.00	825.00
Less: Provision for doubtful advances	-	-	(825.00)	(825.00)
	655.40	172.99	21.89	22.61

10. DEFERRED TAX ASSETS/LIABILITIES*

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Deferred tax assets/ liabilities are attributable to the following items:				
Deferred Tax Assets				
Brought forward Unabsorbed depreciation/ business loss	2,678.04	-	-	-
Provision for employee benefits	33.82	-	-	-
Sub- Total (a)	2,711.86	-	-	-
Deferred Tax Liabilities				
- Property, plant & equipment	738.84	-	-	-
Sub- Total (b)	738.84	-	-	-
Net Deferred Tax Assets (a)-(b)	1,973.02	-	-	-

* The profitability of the company has been improved and is expecting to earn future cashflows in the upcoming years, hence company has recognised the deferred tax assets and the same can be adjusted against future taxable profit.

11. EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
20,00,00,000 (previous year 20,00,00,000) equity shares of ₹ 10.00 each	20,000.00	20,000.00
40,00,000 (previous year 40,00,000) cumulative redeemable preference shares of ₹ 100.00 each	4,000.00	4,000.00
	24,000.00	24,000.00
Issued,subscribed and fully paid up		
16,57,59,311(previous year 16,57,59,311) equity shares of ₹ 10.00 each fully paid up	16,575.93	16,575.93
Total Issued,subscribed and fully paid up share capital	16,575.93	16,575.93

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year end:-

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Shares outstanding at the beginning of the year	16,57,59,311	16,575.93	16,57,59,311	16,575.93
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	16,57,59,311	16,575.93	16,57,59,311	16,575.93

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ₹ 10.00 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

Name of the shareholders	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 10.00 each fully paid up				
HEG Limited	8,12,32,560	49.01%	8,12,32,560	49.01%
RSWM Limited	1,25,24,960	7.56%	1,25,24,960	7.56%
Ravi Jhunjhunwala	99,88,966	6.03%	99,88,966	6.03%
LNJ Spark Advisory LLP	3,54,69,782	21.40%	3,54,69,782	21.40%
International Finance Corporation	-	0.00%	83,60,238	5.04%
Bharat Investments Growth Ltd.*	1,06,54,761	6.43%	-	0.00%
	14,98,71,029	90.42%	14,75,76,506	89.03%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

*The holding of International Finance Corporation has been acquired by Bharat Investments Growth Limited on dated 20th September 2022

(d) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	HEG Limited	8,12,32,560	49.01%	8,12,32,560	49.01%
Equity shares of ₹ 10 each fully paid	LNJ Spark Advisory LLP	3,54,69,782	21.40%	3,54,69,782	21.40%
Equity shares of ₹ 10 each fully paid	RSWM Limited	1,25,24,960	7.56%	1,25,24,960	7.56%
Equity shares of ₹ 10 each fully paid	Ravi Jhunjhunwala	99,88,966	6.03%	99,88,966	6.03%
Total		13,92,16,268	83.99%	13,92,16,268	83.99%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

- (e) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

12. OTHER EQUITY

(₹ in Lakhs)

(a) Capital Reserve	
Balances as at April 1, 2021	10.12
Balance at the beginning of the financial year	-
Balances as at March 31, 2022	10.12
Balance at the beginning of the financial year	-
Balances as at March 31, 2023	10.12
(b) Securities Premium	
Balances as at April 1, 2021	41,641.56
Balance at the beginning of the financial year	-
Balances as at March 31, 2022	41,641.56
Balance at the beginning of the financial year	-
Balances as at March 31, 2023	41,641.56
(c) Retained Earnings	
Balances as at April 1, 2021	(25,020.20)
Profit / (Loss) during the year	830.11
Balances as at March 31, 2022	(24,190.09)
Profit / (Loss) during the year	7,444.51
Balances as at March 31, 2023	(16,745.58)
(d) Other comprehensive income	
Balances as at April 1, 2021	(11.69)
Other comprehensive income during the year	(5.17)
Balances as at March 31, 2022	(16.86)
Other comprehensive income during the year	(12.87)
Balances as at March 31, 2023	(29.73)

Nature and Description of Reserve :-

- (i) **Capital Reserve**
Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.
- (ii) **Securities Premium**
Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only in accordance with the provisions of the Companies Act, 2013.
- (iii) **Retained earnings**
Retained earnings constitute the accumulated profits earned by the company till date, less dividend and other distribution made to shareholders.

13. BORROWINGS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Secured borrowings				
(a) Term Loans - From Others				
- Bharat Investment Growth Limited	-	2,760.81	-	100.00
	-	2,760.81	-	100.00

Note:- The entire loan prepaid during the year on 19 September 2022.

14 TRADE PAYABLES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises*	0.68	1.28
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	9.28	23.43
	9.96	24.71

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
The principal amount remaining unpaid to any supplier as at the end of the year	0.68	1.28
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2023 is as follows:

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years		
Trade payable							
MSME	0.68	-	-	-	-	-	0.68
Others	-	9.28	-	-	-	-	9.28
Total	0.68	9.28	-	-	-	-	9.96

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years		
Trade payable							
MSME	1.28	-	-	-	-	-	1.28
Others	-	23.43	-	-	-	-	23.43
Total	1.28	23.43	-	-	-	-	24.71

15 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Security deposits from employees	-	-	9.99	9.11
Other payable	-	-	10.88	5.48
Employee related	-	-	1.40	0.22
	-	-	22.27	14.81

16 OTHER LIABILITIES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Statutory dues payable	18.32	13.15
	18.32	13.15

17 PROVISIONS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits				
- Leave encashment	47.10	28.87	1.01	0.75
- Gratuity	84.50	61.27	1.77	1.93
	131.60	90.14	2.78	2.68

18. REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Revenue from operations		
Sale of power	1,123.44	792.53
Less:- PPA charges	(3.60)	(3.60)
	1,119.84	788.93
b) Other operating revenues		
GBI	96.69	68.03
Sale of CERs	-	161.45
Claim for generation loss/PLF	13.68	67.01
	1,230.21	1,085.42

19 OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest Income on		
- Bank deposits	73.90	9.16
- Employee's loan	0.01	0.05
- Related party-subsiary	34.62	30.80
- Income tax refund	10.85	0.12
Dividend received from subsidiary company	6,470.48	902.86
Sundry Balance Written back	-	50.00
Misc Income	-	0.18
Insurance claim received	-	33.70
	6,589.86	1,026.87

20 EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Salaries	374.67	253.01
Contribution to provident funds	20.64	15.02
Staff welfare expenses	5.61	1.64
	400.92	269.67

21 FINANCE COST

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest on		
- Term loan from other	120.05	326.93
- Interest on Statutory Dues	0.01	0.02
- Bank charges	0.08	0.06
	120.14	327.01

22 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Depreciation on Tangible Assets (Refer Note 3)	377.47	378.60
	377.47	378.60

23 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Rent, Rates & Taxes	10.50	10.29
Fees and subscription	3.24	0.11
Travelling & Conveyance expenses	3.19	3.27
Communication expenses	0.77	0.78
Insurance Charges	20.23	21.07
Car Running & Maint. expenses	1.18	1.87
Repair & Maintenance	1.17	1.38
Legal & Professional Charges	102.41	25.00
Printing & Stationery	1.84	1.71
Payment to auditor	9.73	8.09
Electricity Expenses	1.50	1.37
Operation & Maintenance Expenses	-	158.13
Bad debts written off*	1,270.20	65.76
Miscellaneous expenses	5.67	7.70
FA Written Off-Misc	-	0.03
Profit & Loss on sale of vehicle	-	0.33
Fair value of investments	-	0.01
Profit & Loss on sale of investments	(0.04)	-
	1,431.59	306.90

*Net off of ECL provision of ₹ 2,770.97 Lakhs.

Notes :-

(i) Payment to statutory auditors comprise (including indirect tax):

Payment to auditor:	For the Year ended March 31, 2023	For the Year ended March 31, 2022
- Audit fee	5.90	5.31
- Fees for certification	3.54	2.66
- Out of pocket expenses	0.29	0.12
	9.73	8.09

24 INCOME TAX EXPENSE

(a) Income tax recognised in profit and loss

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Current tax	-	-
b) Deferred tax credit	(1,973.03)	-
a) Tax related to earlier years	18.47	-
Total Income tax expenses recognised in the current year	(1,954.56)	-

25 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	(12.87)	(5.17)
	(12.87)	(5.17)

26. EARNING PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(a) Profit/(Loss) from total operation attributable to equity shareholders (₹ in Lakhs)	7,431.64	824.94
(b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (₹ in Lakhs)	1,657.59	1,657.59
Earning Per share - Basic (₹) (a/b)	4.48	0.50
Earning per share - Diluted (₹) (a/b)	4.48	0.50
Face value per share (₹)	10.00	10.00

27. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

Revenue of the company is majorly from sale of power to only one customer.

28. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Claims against the Company not acknowledged as debt	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable:-		
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited *#	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited **#	4,300.00	4,300.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Limited (BGEL) ***	3,000.00	3,000.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJ Power Venture Limited (LNJPVL) ****	1,000.00	1,000.00

*The Company has provided corporate guarantee in favour of Raghav Commercial Limited for the term loan of ₹ 2,850.00 Lakhs (previous year ₹ 2,850.00 Lakhs) availed by wholly owned subsidiary M/s BG Wind Power Limited.

**The Company has provided corporate guarantee in favour of Purvi Vanijya Niyojan Limited for the term loan of ₹ 4,300.00 Lakhs (previous year ₹ 4,300.00 Lakhs) availed by wholly owned subsidiary M/s BG Wind Power Limited.

on subsequent transfer of M/s BG Wind Power Limited to RSWM Limited on dated 6th April 2023, thereafter Corporate Guarantees are no longer subsist pursuant to quadripartite agreement executed with lenders of BG Wind Power Limited.

Share Purchase Agreement of the Company with M/s Hero Wind Energy Private Limited

***The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero, the indemnity value as on date is ₹ 3,000.00 Lakhs.

****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJ Power Ventures Limited (LNJPVL). In SPA, company has given indemnity to Hero, the indemnity value as on date is ₹ 1,000.00 Lakhs.

Note- Since the loss allowance was estimated to be nil, the financial guarantee is not recognized in the books.

29. OTHER DISCLOSURES

- a) Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the year 2017-2018, the company has entered into share purchase agreement with its joint venture partner M/s Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ₹ 625.00 Lakhs (Nepali 100,093,750) as against its total investment of ₹ 1,600.00 Lakhs. The due date for sale was 30th June 2018, which was extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party. The transaction of sale of share of Balephi has not yet materialized.

Therefore, the Company has made a total impairment of ₹ 1,471.61 Lakhs (Previous year impairment of ₹ 1471.61 Lakhs) for diminution in value of investments.

30. The company is operating 14 MW (7 WTGs of 2 MW each) wind power project in Maharashtra since March 2014. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

31. RELATED PARTY DISCLOSURES

- a) **Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).**

(i)	Malana Power Company Limited (MPCL)	- Subsidiary
(ii)	AD Hydro Power Limited (ADHPL)	- Subsidiary of Subsidiary(MPCL)
(iii)	Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
(iv)	NJC Hydro Power Limited (NHPL)	- Subsidiary
(v)	Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
(vi)	BG Wind Power Limited (BGWPL)	- Subsidiary
(vii)	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary
(viii)	Replus Engitech Private Limited. (REPL)	- Subsidiary (w.e.f 06 th March 2023)

- b) **Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture**

(i) HEG Limited

- c) **Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual**

- (i) Mr. Ravi Jhunjunwala
(ii) Mr. Riju Jhunjunwala
(iii) Mr. Rishabh Jhunjunwala

- d) **Key management personnel and their relatives**

(i)	Mr. Ravi Jhunjunwala	- Chairman
(ii)	Mr. Riju Jhunjunwala	- Managing Director
(iii)	Mr. Rishabh Jhunjunwala	- Managing Director
(iv)	Mr. Krishna Prasad	- Chief Financial Officer
(v)	Mr. Ravi Gupta	- Company Secretary

- e) **Enterprises over which any person described in (c) or (d) is able to exercise significant influence**

- (i) RSWM Limited
(ii) HEG Limited
(iii) Maral Overseas Limited(MOL)
(iv) BMD Private Limited(BMD)
(v) Bhilwara Technical Textiles Limited(BTTL)
(vi) Bhilwara Info technology Limited
(vii) Bhilwara Services Private Limited
(viii) BSL Limited(BSL)
(ix) LNJ Financial Services Limited(LNJFSL)
(x) Investors India Limited(IIL)

The following transactions were carried out with the related parties in the ordinary course of business:-

- i) **Parties referred to in item (a) above Investment as at year end** (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Equity shares in Malana Power Company Limited	18,103.38	18,103.38
Equity shares in Indo Canadian Consultancy Services Limited	459.82	459.82
Equity shares in NJC Hydro Power Limited	10,000.00	10,000.00
Equity shares in BG Wind Power Limited	500.00	500.00
Equity shares in Balephi Jalvidhyut Company Limited, Nepal	1,600.00	1,600.00
Equity shares in Chango Yangthang Hydro Power Limited	3,000.00	3,000.00
Equity shares in Replus Engitech Private Limited	2,000.00	-

Guarantees given by the company

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited*	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited*	4,300.00	4,300.00

*On subsequent transfer of M/s BG Wind Power Limited to RSWM Limited on dated 6th April 2023, the Corporate Guarantee is no longer subsist pursuant to quadripartite agreement executed with lenders of BG Wind Power Limited.

Loans & Advances at the year end

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Chango Yangthang Hydro Power Limited	933.85	895.41
NJC Hydro Power Limited	2,549.80	6,587.97
BG Wind Power Limited	4,550.45	2,651.88
Indo Canadian Consultancy Services Limited	46.00	-
Total	8,080.10	10,135.27

Loans & advances for expenses given during the year to subsidiary

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Chango Yangthang Hydro Power Limited	38.44	31.87
BG Wind Power Limited	1,898.56	78.30
Indo Canadian Consultancy Services Limited	66.00	-
NJC Hydro Power Limited	3.00	65.64

Loans & advances received back including reimbursement of expenses during the year

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
BG Wind Power Limited	-	25.00
Indo Canadian Consultancy Services Limited	20.00	-

Expenses / deposit paid to subsidiary companies during the year

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Reimbursement of salary / other employee benefit expenses (CEO and his PA) to MPCL	91.24	82.33
Reimbursement of Common Expenses by BEL to MPCL	0.65	-
Loan write off of NJC Hydro Power Limited	4,041.17	-
Interest on loan given to Indo Canadian Consultancy Services Limited	0.41	-
Outstanding Loan of employee transferred to MPCL	-	3.74
Reimbursement of insurance expenses by ADHPL	-	0.82

ii) Persons referred to in (c) & (d)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Salaries and perquisite paid/payable during the year to Mr. Riju Jhunjhunwala	98.30	50.40
Salaries and perquisite paid/payable during the year to Mr. Rishabh Jhunjhunwala	98.30	50.40
Salaries and perquisite paid/payable during the year to Mr. Krishna Prasad	32.87	29.74
Salaries and perquisite paid/payable during the year to Mr. Ravi Gupta	40.83	36.98

Outstanding from Persons referred to in (c) & (d)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Mr. Krishna Prasad- Home Loan	0.17	2.17

Security Deposit / Advance from Persons referred to in (c) & (d) (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Mr. Krishna Prasad-Security Deposit for Car	5.23	4.87
Mr. Ravi Gupta-Security Deposit for Car	4.34	3.98

iii) Expenses during the year from the enterprises over which any person described in (c) or (d) is able to exercise significant influence

(₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Rent paid to RSWM Limited	7.16	7.16
Reimbursement of common expenses to RSWM Limited	5.02	4.45
Reimbursement of Mediclaim expenses paid to RSWM Limited	2.54	1.32
Reimbursement of insurance expenses by BSL Limited	0.44	0.10
Reimbursement of insurance expenses to HEG Limited	2.71	0.17
Reimbursement of Mediclaim expenses paid to BMD	-	0.46

Compensation of Key Managerial Personnel#

Particulars	As at March 31, 2023 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	91.78	91.78	37.09	29.97	250.62
Defined Contribution Plan					
- PF	6.52	6.52	2.04	1.58	16.66
- NPS	-	-	1.70	1.32	3.02
Total	98.30	98.30	40.83	32.87	270.30

Particulars	As at March 31, 2022 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	45.00	45.00	35.17	28.34	153.51
Defined Contribution Plan	5.40	5.40	1.81	1.40	14.01
Total	50.40	50.40	36.98	29.74	167.52

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

32. EMPLOYEE BENEFITS PLAN

A. Defined contribution plan (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Employer's Contribution to provident fund	17.63	15.02
Employer's Contribution to NPS fund	3.02	-
Total	20.65	15.02

B. Gratuity (unfunded)

Economic Assumptions (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumption		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
i) Retirement Age (Years)	60 Years	60 Years	
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)	
iii) Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	
Up to 30 Years	3.00%	3.00%	
From 31 to 44 years	2.00%	2.00%	
Above 44 Years	1.00%	1.00%	

1 Assets / Liability		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
A Present value of obligation	86.27	63.20	
B Fair value of plan assets	-	-	
C Net assets / (liability) recognized in balance sheet as provision	(86.27)	(63.20)	

Date Ending		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
Present value of obligation as at the end of the period	86.27	63.20	

2 Service Cost		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Current Service Cost	5.54	4.40	
b) Past Service Cost including curtailment Gains/Losses	-	-	
c) Gains or Losses on Non routine settlements	-	-	
d) Total Service Cost	5.54	4.40	

3 Net Interest Cost		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Interest Cost on Defined Benefit Obligation	4.66	3.52	
b) Interest Income on Plan Assets	-	-	
c) Net Interest Cost (Income)	4.66	3.52	

4 Change in Benefit Obligation		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Present value of obligation as at the beginning of the period	63.20	50.12	
b) Acquisition adjustment	-	-	
c) Interest Cost	4.66	3.52	
d) Service Cost	5.54	4.40	
e) Past Service Cost including curtailment Gains/Losses	-	-	
f) Benefits Paid	-	-	
g) Total Actuarial (Gain)/Loss on Obligation	12.87	5.16	
h) Present value of obligation as at the End of the period	86.27	63.20	

5 Bifurcation of Actuarial Gain/Loss on Obligation		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-	
b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(1.29)	(3.18)	
c) Actuarial (Gain)/Loss on arising from Experience Adjustment	14.16	8.34	

6	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	-	-
	b) Actual Income on Plan Asset	-	-
	c) Actuarial gain /(loss) for the year on Asset	-	-
7	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	86.27	63.20
	b) Fair value of plan assets	-	-
	c) Unfunded Liability/provision in Balance Sheet	(86.27)	(63.20)
8	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	5.54	4.40
	b) Net Interest Cost	4.66	3.52
	c) Expense recognized in the Income Statement	10.20	7.92
9	Other Comprehensive Income (OCI)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net cumulative unrecognized actuarial gain/(loss) opening	-	-
	b) Actuarial gain / (loss) for the year on PBO	(12.87)	(5.16)
	c) Actuarial gain /(loss) for the year on Asset	-	-
	d) Unrecognized actuarial gain/(loss) for the year	(12.87)	(5.16)
10	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	-	-
	b) Actual return on plan assets	-	-
	c) Employer contribution	-	-
	d) Benefits paid	-	-
	e) Fair value of plan assets at the end of the period	-	-
11	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-
12	Change in Net Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net defined benefit liability at the start of the period	63.20	50.12
	b) Acquisition adjustment	-	-
	c) Total Service Cost	5.54	4.40
	d) Net Interest cost (Income)	4.66	3.52
	e) Re-measurements	12.87	5.16
	f) Contribution paid to the Fund	-	-
	g) Benefit paid directly by the enterprise	-	-
	h) Net defined benefit liability at the end of the period	86.27	63.20

13 Bifurcation of PBO at the end of year in current and non-current (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current liability (Amount due within one year)	1.77	1.93
b) Non-Current liability (Amount due over one year)	84.50	61.27
c) Total PBO at the end of year	86.27	63.20

14 Expected contribution for the next Annual reporting period (₹ in Lakhs)

Particulars	As at March 31, 2023
a) Service Cost	6.18
b) Net Interest Cost	6.45
c) Expected Expense for the next annual reporting period	12.63

15 Sensitivity Analysis of the defined benefit obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) Impact of the change in discount rate	
Present Value of Obligation at the end of the period	86.27
a) Impact due to increase of 0.50%	(5.59)
b) Impact due to decrease of 0.50 %	6.06
b) Impact of the change in salary increase	
Present Value of Obligation at the end of the period	86.27
a) Impact due to increase of 0.50%	6.15
b) Impact due to decrease of 0.50 %	(5.71)

16 Maturity Profile of Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) 0 to 1 Year	1.77
b) 1 to 2 Year	1.40
c) 2 to 3 Year	1.40
d) 3 to 4 Year	1.41
e) 4 to 5 Year	1.41
f) 5 to 6 Year	1.16
g) 6 Year onwards	77.72

C. Leave Encashment (Unfunded)
Economic Assumptions (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumptions (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012 - 14)	100 % of IALM (2012 - 14)
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%
iv) Leave		
Leave Availment Rate	2.50%	-
Leave Lapse rate while in service	Nil	-
Leave Lapse rate on exit	Nil	-
Leave encashment Rate while in service	Nil	-

1	Assets / Liability	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	A Present value of obligation	48.11	29.62
	B Fair value of plan assets	-	-
	C Net assets / (liability) recognized in balance sheet as provision	(48.11)	(29.62)
	Date Ending	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	Present value of obligation as at the end of the period	48.11	29.62
2	Service Cost	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Current Service Cost	3.51	2.57
	b) Past Service Cost including curtailment Gains/Losses	-	-
	c) Gains or Losses on Non routine settlements	-	-
	d) Total Service Cost	3.51	2.57
3	Net Interest Cost	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Interest Cost on Defined Benefit Obligation	2.18	1.78
	b) Interest Income on Plan Assets	-	-
	c) Net Interest Cost (Income)	2.18	1.78
4	Table showing Change in Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present value of obligation as at the beginning of the period	29.62	25.27
	b) Acquisition adjustment	-	-
	c) Interest Cost	2.18	1.78
	d) Service Cost	3.51	2.57
	e) Past Service Cost including curtailment Gains/Losses	-	-
	f) Benefits Paid	-	-
	g) Total Actuarial (Gain)/Loss on Obligation	12.80	-
	h) Present value of obligation as at the End of the period	48.11	29.62
5	Actuarial Gain/Loss on Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
	b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(0.68)	(1.41)
	c) Actuarial (Gain)/Loss on arising from Experience Adjustment	13.48	1.41
6	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	-	-
	b) Actual Income on Plan Asset	-	-
	c) Actuarial gain /(loss) for the year on Asset	-	-
7	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	48.11	29.62
	b) Fair value of plan assets	-	-
	c) Unfunded Liability/provision in Balance Sheet	(48.11)	(29.62)

7	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	3.51	2.57
	b) Net Interest Cost	2.18	1.78
	c) Net actuarial (gain) / loss recognized in the period	12.80	-
	d) Expense recognized in the Income Statement	18.49	4.35
8	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	-	-
	b) Actual return on plan assets	-	-
	c) Employer contribution	-	-
	d) Benefits paid	-	-
	e) Fair value of plan assets at the end of the period	-	-
9	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-
10	Change in Net Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net defined benefit liability at the start of the period	29.62	25.27
	b) Acquisition adjustment	-	-
	c) Total Service Cost	3.51	2.57
	d) Net Interest cost (Income)	2.18	1.78
	e) Re-measurements	12.80	-
	f) Contribution paid to the Fund	-	-
	g) Benefit paid directly by the enterprise	-	-
	h) Net defined benefit liability at the end of the period	48.11	29.62
11	Bifurcation of PBO at the end of year in current and non-current	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Current liability (Amount due within one year)	1.01	0.75
	b) Non-Current liability (Amount due over one year)	47.10	28.87
	c) Total PBO at the end of year	48.11	29.62
12	Expected contribution for the next Annual reporting period	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) Service Cost	3.75	
	b) Net Interest Cost	3.60	
	c) Expected Expense for the next annual reporting period	7.35	

13 Sensitivity Analysis of the defined benefit obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) Impact of the change in discount rate	
Present Value of Obligation at the end of the period	48.11
a) Impact due to increase of 0.50%	(3.12)
b) Impact due to decrease of 0.50 %	3.31
b) Impact of the change in salary increase	
Present Value of Obligation at the end of the period	48.11
a) Impact due to increase of 0.50%	3.38
b) Impact due to decrease of 0.50 %	(3.15)

14 Maturity Profile of Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) 0 to 1 Year	1.01
b) 1 to 2 Year	0.79
c) 2 to 3 Year	0.79
d) 3 to 4 Year	0.80
e) 4 to 5 Year	0.80
f) 5 to 6 Year	0.66
g) 6 Year onwards	43.26

33. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:-

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2023 and March 31, 2022.

1) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

Particulars	As at March 31, 2023	As at March 31, 2022
Variable rate borrowings	-	2,860.81
Fixed rate borrowings	-	-
Total	-	2,860.81

ii. Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant.

The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2023 and March 31, 2022.

Particulars	As at March 31, 2023	As at March 31, 2022
Effect on Profit if Interest Rate - increases by 25 basis points	-	(4.68)
Effect on Profit if Interest Rate - decrease by 25 basis points	-	4.68

2) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any interest risk exposure as on 31st March 2023 on there is no outstanding borrowing as on 31st March 2023.

3) Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the group and the company doesn't deal in commodities.

4) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	7.00	-	7.00	7.25	-	7.25
Loan to related party	7,631.32	3.00	7,628.32	9,652.32	2,773.97	6,878.35
Loan to employees	0.17	-	0.17	2.17	-	2.17
Interest accrued on bank deposit	1.76	-	1.76	0.48	-	0.48
GBI claim receivables	4.01	-	4.01	19.99	-	19.99
Trade receivables	309.22	-	309.22	855.31	-	855.31
Cash and Cash Equivalents	608.57	-	608.57	271.08	-	271.08
Unbilled revenue	46.34	-	46.34	37.65	-	37.65

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customer which is state government run power utility majors. Hence company has not provided for any discounting on time value of money.

b) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2023

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (₹ in Lakhs)
Borrowings	-	-	-	-	-	-
Security deposits from employees	0.22	0.44	0.44	5.02	3.87	9.99
Trade payable	9.96	-	-	-	-	9.96
Other payable	10.66	-	-	0.22	-	10.88
Salary payable	1.40	-	-	-	-	1.40

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2022

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (₹ in Lakhs)
Borrowings	-	-	100.00	1,406.43	1,354.38	2,860.81
Security deposits from employees	0.17	0.19	4.87	3.88	-	9.11
Trade payable	24.71	-	-	-	-	24.71
Other payable	5.27	-	0.21	-	-	5.48
Salary payable	-	-	0.22	-	-	0.22

34. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT (₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Investment in Punjab & Sind Bank Limited	-	-	0.08	0.08
Security deposits	7.00	7.00	7.25	7.25
Loan to related party	7,628.32	7,628.32	6,878.35	6,878.35
Loan to employees	0.17	0.17	2.17	2.17
Interest accrued on bank deposit	1.76	1.76	0.48	0.48
GBI claim receivables	4.01	4.01	19.99	19.99
Trade receivables	309.22	309.22	855.31	855.31
Cash and Cash Equivalents	608.57	608.57	271.08	271.08
Unbilled revenue	46.34	46.34	37.65	37.65
Total Financial Assets	8,605.39	8,605.39	8,072.36	8,072.36
Financial Liabilities				
Borrowings	-	-	2,860.81	2,860.81
Security deposits from employees	9.99	9.99	9.11	9.11
Trade payable	9.96	9.96	24.71	24.71
Other payable	12.28	12.28	5.70	5.70
Total Financial Liabilities	32.23	32.23	2,900.33	2,900.33

(i) Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:-

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liability

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

(₹ in Lakhs)

Particulars	Carrying amount As at March 31, 2023	Fair value As at March 31, 2023		
		Level 1	Level 2	Level 3
Financial assets				
Investments (quoted)	-	-	-	-
Total	-	-	-	-
Financial liabilities				
Borrowings	-	-	-	-
Total	-	-	-	-

(₹ in Lakhs)

Particulars	Carrying amount As at March 31, 2022	Fair value As at March 31, 2022		
		Level 1	Level 2	Level 3
Financial assets				
Investments (quoted)	0.08	-	-	0.08
Total	0.08	-	-	0.08
Financial liabilities				
Borrowings	2860.81	-	-	2860.81
Total	2860.81	-	-	2860.81

(ii) **Assumptions and valuation technique used to determine fair value**

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

35. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Explanation*
(a) Current ratio (in times)	Total current assets	Total current liabilities	155.15	50.05	Decrease in Current portion of Term Loan due to prepayment resulting into major impact
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	-	0.17	Prepayment of entire Term Loan resulting into major impact
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	2.42	1.08	Prepayment of Term Loan and receipt of Dividend from subsidiary resulting into major impact
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	44.91%	5.01%	Prepayment of Term Loan and receipt of Dividend from subsidiary resulting into major impact
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	0.53	0.81	Realisation of the debtors resulting into major impact
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	3.87	14.91	Issue with the O&M service provider resulting into major impact
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e Current Assets minus Current Liabilities)	0.16	0.15	The change in ratio is less than 25%
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	605.14%	76.48%	Receipt of Dividend from subsidiary resulting into major impact
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	18.25%	3.40%	Receipt of Dividend from subsidiary resulting into major impact
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

36. CAPITAL MANAGEMENT

a) Risk management

The Company's objective when managing capital is to:

(i) Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

(ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during the year 2022-23 and 2021-22 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Net Debt	-	2,589.73
Total equity	41,452.31	34,020.67
Net Debt to Equity Ratio	-	0.08

Loan covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

37. OTHER STATUTORY INFORMATION:

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any transactions with companies struck off.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

38. Previous year's figures have been regrouped/reclassified wherever necessary.

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

CONSOLIDATED FINANCIAL STATEMENTS
OF



BHILWARA ENERGY LIMITED

CIN : U31101DL2006PLC148862

Independent Auditors' Report

(Consolidated)

TO THE MEMBERS OF Bhilwara Energy Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Bhilwara Energy Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2023, and their consolidated profit, consolidated total comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Material Uncertainty Related to Going Concern

In Subsidiary ChangoYangthang Hydro Power Limited

We draw attention to Note-39(vii) regarding the Board of director's decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to delay and uncertainty in project execution and long delay in Government approvals and licenses lapse, the company has written off Capital Work in progress during the year 2017-18 amounting to ₹ 2,713.18 lakhs. These events or conditions, along with other matters as set forth in Note-39(vii), indicate that there exists material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern since the company was incorporated as a Special Purpose Vehicle for this particular project.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

In Subsidiary Malana Power Company Limited

We draw attention to Note 38(ii)(b) of the standalone financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL).

In Subsidiary BG Wind Power Limited

We draw attention to 'Note-39(ii)(a)' to the accompanying statement, Pending execution of the renewal of PPA expired on March 31, 2019, till previous year, the Company has recognised revenue @ ₹ 3.14/kwh (previous PPA @ ₹ 3.69/kwh) based on the order issued by RERC vide its third amendment regulation dated 5th March 2019 for execution of the PPA to DISCOM for entire balance project life. The Company also recognized GBI at applicable rate @ 50 Paise/kwh. The Company has filed writ petition with Rajasthan High Court at Jaipur in this regard, which is still sub-judice.

During the year, effective 1st April'2022, the Company has recognised revenue @ ₹ 2.44/- kwh based on the RRECL letter approving the change of mode of sale of power of the project from REC Mechanism to captive use, which also referred the decision taken by the Co-ordination committee in its meeting held on 31 December 2021 for adjustment of power injected after expiry of PPA till change of mode.

Due to above, the differential amount of ₹ 437.52 Lakhs From ₹ 3.14/kwh to ₹ 2.44/kwh recognised from 01 April 2019 to 31 March 2022 and GBI recognised for the above period has also been reversed during the year and charged to the statement of Profit and loss.

In Subsidiary NJC Hydro Power Limited

We draw attention to Note-39(vi)(a) to the accompanying statement, the project of NHPL was on hold for quite some time due to suspension of environment clearance by Hon'ble National Green Tribunal and thereafter Wildlife Institute of India (WII) in its report has mentioned that project could not be undertaken at the project site.

As per directions of Hon'ble Supreme Court, arbitration notice was sent to Government of Arunachal Pradesh (GoAP) and have also indicated the name of arbitrator. Simultaneously, efforts were initiated to settle the issue by mutual negotiations.

As the project is not doable anymore, NHPL has decided not to implement the project and sought the refund of upfront premium of ₹ 2,546.80 Lakhs from GoAP invoking the clauses of MoA and presently the matter is under litigation with GoAP.

Accordingly, the Board of Directors of NHPL on dated 15th June, 2022 decided to write-off Capital Work-in-Progress (CWIP) including pre-operative expenses net of waiver of loan from Holding Company (Bhilwara Energy Limited (BEL)) and charged to the statement of profit & loss during the financial year 2022-23, except the upfront premium paid.

In Subsidiary ChangoYangthang Hydro Power Limited

We draw attention to Note-39(vii), the company has filed a letter for surrender of Chango Yangthang HEP (180MW) project in Himachal Pradesh and asked for the refund of Upfront premium of ₹ 3789.45 lakhs and Security Deposit of ₹ 180 lakhs with interest since the project is not executable purely on account

of various social-legal issues neither in the control of the company nor in the control of local administration/authorities. GoHP has formed a committee to deal with the issues of various projects which includes ChangoYangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed, in which the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW ChangoYangthang HEP and refused to co-operate on the issue of development of any project. During the meeting called for by the committee, CHYPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

In View of this, the company has reiterated its demand for refund of money along with the Interest and the management is confident of recovering the Upfront Fees and Security Deposit paid on account of surrender of project, in full. The upfront fee and security deposit as mentioned above have been grouped under Other Non-Current Assets (Note-14) and Non-Current(Other financial Loans)- Security Deposit (Note-12) respectively.

Other Matters

We did not audit the Ind AS financial statements of 6 Subsidiaries including a step-down subsidiary, whose financial statements reflect total assets of ₹ 2,75,714.93 Lakhs as at 31st March, 2023, total revenues of ₹ 49,371.17 Lakhs and net cash flows amounting to ₹ 36,968 Lakhs for the year ended on March 31, 2023, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and financial statements certified by the Management.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Holding Company's Board of Directors is responsible for the other information. The other information comprises the Director's report but does not include the consolidated financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The Board of Directors of the companies of the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, Holding Company's Board of Directors is responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The Board of Directors of the companies of the group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing

our opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books:

- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements
- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding company incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of Group.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note-38 to the Consolidated Ind AS financial statements.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.
 - iv) (a) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief as disclosed in note 52(vii). to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other

sources or kind of funds) by the Parent or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief as disclosed in note 52(viii), to the consolidated financial statements, no funds have been received by the Parent or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Based on the audit procedures that has been considered reasonable and

appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and by the subsidiary auditor of respective company included in the consolidated financial statements to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in its CARO report except for comments on title deeds in a subsidiary company as refer to in our "**Annexure B**".

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal
Partner
Membership No. 081810
UDIN: 23081810BGZCJA7576

Place: Noida, U.P.
Date: 16th May, 2023

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Our reporting on the internal financial controls over financial reporting is not applicable in respect of one audited subsidiary incorporated outside India.

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls over financial reporting **Bhilwara Energy Limited** (hereinafter referred to as "the Holding Company") and its seven subsidiaries companies (including one step-down subsidiary, which are the Company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary company which is the company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance

Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding Company and its subsidiary company which is the company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company and its subsidiary company which is the company incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or

improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Holding Company and the subsidiary company, which is the company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 5 subsidiaries (including a step-down subsidiary), which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal

Partner
Membership No. 081810
UDIN: 23081810BGZCJA7576

Place: Noida, U.P.
Date: 16th May, 2023

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

1) In case of subsidiary AD Hydro Power Limited

Clause (i)(c) :-

a) Title deeds of Immovable Properties not held in the name of AD Hydro Power Limited

Details of all the immovable properties (other than properties where ADHPL is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:

Relevant line in the Balance Sheet	Description of items of property	Gross carrying value	Title deeds held in the name of	Whether the title deed holder is a promoter, director or relative of # promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the ADHPL
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	2.2158 hectares	₹ 566.32 Lakhs	Concerned Landowners	No	The additional private land was purchased between 2005 to 2014	The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. The additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of ADHPL. The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Govt. Permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	0.5142 hectares	₹ 139.43 Lakhs	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel (“TRT”) works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

Balance Sheet

as at March 31, 2023 (Consolidated)

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
I ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	3	1,38,221.56	1,43,056.04
(b) Capital work-in-progress	4	2,109.53	3,931.55
(c) Other intangible asset	5	19.34	5.32
(d) Intangible assets under development	6	47.86	-
(e) Goodwill		835.84	-
(f) Financial Assets			
(i) Investments	7	-	0.08
(ii) Trade Receivables	8	3,464.87	3,570.57
(iii) Loans	9	27.72	40.89
(iv) Others	12	2,615.83	2,113.01
(g) Non- Current Tax Assets	13	993.71	1,295.11
(h) Other non-current assets	14	6,609.11	3,832.74
		1,54,945.37	1,57,845.31
(2) Current Assets			
(a) Inventories	11	1,265.90	1,253.87
(b) Financial Assets			
(i) Trade Receivables	8	1,559.57	3,112.77
(ii) Cash and cash equivalents	10(a)	8,630.10	2,075.95
(iii) Bank balances other than (ii) and above	10(b)	14,846.98	6,276.17
(iv) Loans	9	39.60	29.65
(v) Others	12	1,298.58	7,627.56
(c) Current tax assets	13	20.36	-
(d) Other current assets	14	525.86	650.34
		28,186.95	21,026.31
Total Assets		1,83,132.32	1,78,871.62
II EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital	15	16,575.93	16,575.93
(b) Other Equity	16	78,032.51	64,351.00
Equity attributable to Equity shareholders		94,608.44	80,926.93
Non-Controlling Interest		73,468.55	73,638.14
Total Equity		1,68,076.99	1,54,565.07
(2) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	6,159.25	15,792.63
(ii) Lease liabilities	18	41.51	-
(b) Provisions	21	505.71	442.77
(c) Deferred Tax Liabilities (Net)	24	2,741.80	1,126.34
		9,448.27	17,361.74

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	486.53	2,390.00
(ii) Lease liabilities	18	17.60	-
(iii) Trade Payable	19		
- Total outstanding dues of micro enterprises and small enterprises		7.78	2.70
- Total outstanding dues of trade payable other than micro enterprises and small enterprises		3,370.47	2,120.80
(iv) Other Financial Liabilities	20	909.77	1,094.22
(b) Provisions	21	335.94	230.75
(c) Current Tax Liabilities	22	242.00	785.31
(d) Other Current Liabilities	23	236.97	321.03
		5,607.06	6,944.81
Total Equity and Liabilities		1,83,132.32	1,78,871.62
Significant Accounting Policies	2		

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

Statement of Profit & Loss

for the Year Ended March 31, 2023 (Consolidated)

(₹ in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
i Revenue From Operations	25	48,822.38	38,893.55
ii Other Income	26	1,785.22	4,806.53
iii Total Income		50,607.60	43,700.08
iv Expenses			
Transmission Charges	27	2,017.00	5,799.95
Cost of material consumed	28	6.16	-
Employee benefits expense	29	4,255.57	3,498.87
Finance costs	30	851.00	3,506.28
Depreciation/impairment and amortization expense	31	5,367.87	6,533.33
Other expenses	32	4,447.97	3,524.96
v Total Expenses		16,945.57	22,863.39
vi Profit/(loss) before tax		33,662.03	20,836.69
vii Tax Expense	33		
Current tax expenses		3,521.86	2,756.54
Deferred Tax		699.84	(80.94)
Tax related to previous year		(184.53)	-
viii Total Tax Expense		4,037.17	2,675.60
ix Profit/(loss) for the year end		29,624.86	18,161.09
x Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	34		
- Re-measurement gains/(losses) on defined benefit plans		(60.11)	(5.01)
- Income Tax relating Re-measurement losses on defined benefit plans		8.60	(2.64)
xi Other Comprehensive Income/(Expense) for the year		(51.51)	(7.65)
xii Total comprehensive income for the year (Comprising Profit/Loss and Other comprehensive income for the year)		29,573.35	18,153.44
Profit for the year attributable to:-			
Owners of Bhilwara Energy Limited		15,746.38	8,116.44
Non-controlling interest		13,878.48	10,044.65
		29,624.86	18,161.09
Other comprehensive income/(expense) for the year attributable to:-			
Owners of Bhilwara Energy Limited		(31.42)	(6.07)
Non-controlling interest		(20.09)	(1.58)
		(51.51)	(7.65)
Total comprehensive income for the year attributable to:-			
Owners of Bhilwara Energy Limited		15,714.96	8,110.37
Non-controlling interest		13,858.39	10,043.07
		29,573.35	18,153.44
xiii Paid-up equity share capital (of ₹ 10.00 each fully paid)		16,575.93	16,575.93
xiv Other equity		78,032.51	64,351.00
xv Earnings per Equity Shares	35		
1) Basic (in ₹)		9.48	4.89
2) Diluted (in ₹)		9.48	4.89
Face value (in ₹)		10.00	10.00
Significant Accounting Policies	2		

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

Statement of Changes in Equity

for the Year Ended March 31, 2023 (Consolidated)

a. Equity Share Capital

1. Current reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance as at April 1, 2022	1,65,759,311	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2023	1,65,759,311	16,575.93

2. Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance as at April 1, 2021	1,65,759,311	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	1,65,759,311	16,575.93

b. Other Equity

1. Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus				Total	Non-Controlling Interest	Total
	Capital Reserve	Capital Reserve on consolidation	Securities Premium	Surplus in Statement of Profit and Loss			
Balance as at April 1, 2022	599.19	13,995.04	41,641.56	8,115.22	64,351.01	73,638.14	1,37,989.15
Profit/(Loss) during the year	-	-	-	15,746.38	15,746.38	13,878.48	29,624.86
Interim dividend paid during the year	-	-	-	-	-	(6,216.52)	(6,216.52)
Shares Purchased (MPCL)	-	-	-	-	-	(8,220.49)	(8,220.49)
Negative amount in equity of MPCL (additional amount given to IFC)	-	-	-	(2,033.46)	(2,033.46)	-	(2,033.46)
NCl of Replus Engitech Private Limited till 06 March 2023	-	-	-	-	-	409.03	409.03
Other comprehensive income during the year	-	-	-	(31.42)	(31.42)	(20.09)	(51.51)
Total	-	-	-	13,681.50	13,681.50	(169.59)	13,511.91
Balance as at March 31, 2023	599.19	13,995.04	41,641.56	21,796.72	78,032.51	73,468.55	1,51,501.06

2. Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus				Total	Non-Controlling Interest	Total
	Capital Reserve	Capital Reserve on consolidation	Securities Premium	Surplus in Statement of Profit and Loss			
Balance as at April 1, 2021	599.19	13,995.04	41,641.56	4.84	56,240.63	64,462.52	1,20,703.15
Profit/(Loss) during the year	-	-	-	8,116.44	8,116.44	10,044.65	18,161.09
Interim dividend paid during the year	-	-	-	-	-	(867.45)	(867.45)
Other comprehensive income during the year	-	-	-	(6.07)	(6.07)	(1.58)	(7.65)
Total	-	-	-	8,110.37	8,110.37	9,175.62	17,285.99
Balance as at March 31, 2022	599.19	13,995.04	41,641.56	8,115.21	64,351.00	73,638.14	1,37,989.14

Significant Accounting Policies

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

Cash Flow Statement

for the Year Ended March 31, 2023 (Consolidated)

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net operating profit/(loss) before tax	33,662.03	20,836.69
Depreciation of property plant and equipment	5,365.46	6,532.33
Amortisation of Intangible Assets	0.95	1.00
Depreciation of right-of-use asset	1.46	-
Provision no longer required written back	-	(3,112.58)
Provision for Gratuity and leave encashment	128.47	80.73
Finance cost	851.00	3,506.28
Claim for generation loss / PLF / machine availability	(572.32)	(132.01)
Interest Income	(1,094.42)	(1,554.66)
Impairment in value capital work-in-progress (CWIP)	2.34	2.35
Deffered interest on suppliers credit	-	76.99
Bad debt written off	35.23	159.95
Fair valuation of Investment	0.08	0.01
	38,380.28	26,397.08
Working Capital Adjustments:		
Adjustments for (increase)/ decrease in Operating Assets		
(Increase) / Decrease in Non Current Financial Asset	3.22	3.48
(Increase) / Decrease in Non Current Other Financial Asset	(502.82)	3,095.00
(Increase) / Decrease in Non Current Tax Assets	301.40	(1,031.59)
(Increase) / Decrease in Other Non Current Asset	(2,776.37)	5.80
(Increase) / Decrease in Trade Receivables	1,658.90	(913.04)
(Increase) / Decrease in Inventories	(12.03)	(59.45)
(Increase) / Decrease in Current Other Financial Assets	6,328.98	(6,240.20)
(Increase) / Decrease in Other Current Assets	124.48	(156.88)
Adjustments for increase/ (decrease) in Operating Liabilities		
Increase / (Decrease) in Trade payable	1,254.75	560.57
Increase / (Decrease) in Current Other Financial Liabilities	(184.45)	484.52
Increase / (Decrease) in Other Current liabilities	(84.06)	91.45
Increase / (Decrease) in Lease liabilities	59.11	-
Increase / (Decrease) in Current Provision	105.19	(53.12)
Increase / (Decrease) in Non Current Provision	62.94	9.47
Increase / (Decrease) in Current Tax Liability	1,051.79	1,091.87
Cash flow (used) in/ from Operating Activities	45,771.31	23,284.96
Income tax paid (net of refund)	(1,758.60)	(2,545.25)
Net cash flow (used) in/ from Operating Activities	44,012.71	20,739.71
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and Equipment	(168.49)	(113.70)
Proceeds from fixed assets	0.20	20.03
Addition of Property, plant and Equipment	(723.54)	(29.40)
Interest received	908.25	4,464.83
Fixed deposits matured during the year	3,081.16	-
(Increase) in Bank Fixed Deposit\ Bank Balance other than Cash & Cash Equivalent	(8,570.81)	197.61
Net cash flow (used) in/ from Investing Activities	(5,473.23)	4,539.37

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
C. CASH FLOW FROM FINANCING ACTIVITIES		
(Repayment) Long-term borrowings during the year	(24,917.81)	(20,846.47)
Proceeds Long-term borrowings during the year	-	370.00
Payment of finance cost	(851.00)	(3,506.28)
Interim Dividend paid during the year - NCI	(6,216.52)	(867.45)
Net cash (used) in/ from Financing Activities	(31,985.33)	(24,850.20)
Net increase/(decrease) in Cash & Cash equivalent	6,554.15	428.88
Cash & Cash equivalent at the beginning of the year	2,075.95	1,647.07
Cash & Cash equivalent at the year ended	8,630.10	2,075.95

Significant Accounting Policies

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

Notes to Financial Statements

for the Year Ended March 31, 2023 (Consolidated)

1. CORPORATE INFORMATION

Bhilwara Energy Limited-(BEL) is a public limited company incorporated on 17th May, 2006 under the Companies Act, 1956. BEL (holding company) together with its subsidiaries is hereinafter referred to as the 'Group'. Group is engaged in the establishment, operation and maintenance of power generating stations and tie- lines, sub-stations and main transmission lines connected therewith. Operation and maintenance of such power generating stations, tie-lines, sub- stations and main transmission lines as are assigned to it by the competent Government or Governments. Group has various projects under operation including 14 MW wind power project in Kolhapur (BEL), 86 MW hydro power project (MPCL), 192 MW Hydro power project (ADHPL), 20 MW wind project (BGWPL).

The subsidiaries considered in the consolidated financial statements are:-

Name of subsidiary/ step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on March 31, 2023 (%)	Proportion of ownership as on March 31, 2022 (%)
1. Malana Power Company Limited	MPCL	India	51.00%	51.00%
2. AD Hydro Power Limited (100% subsidiary of MPCL)	ADHPL	India	51.00%	44.88%
3. BG Wind Power Limited	BGWPL	India	100.00%	100.00%
4. Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%
5. NJC Hydro Power Limited	NHPL	India	100.00%	100.00%
6. Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%
7. Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%
8. Replus Engitech Private Limited	REPL	India	74.00%	-

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

In accordance with the notification issued by the Ministry of Corporate Affairs, Group, with effect from 1st April 2016, has adopted Indian Accounting Standards (the 'Ind AS') notified under the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amended) Rules, 2016. The Group has prepared its consolidated financial statements in accordance with accounting standards as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (referred to as 'Indian GAAP').

The consolidated financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

These consolidated financial statements have been prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair value, as explained in accounting policies.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiary as at March 31, 2023. Control is achieved when Group is exposed, or has right, to variable return from its involvement with the investee and has the ability to affect those returns through its power over the investee. Group re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control.

Consolidation of a subsidiary begins when Group obtains control over the subsidiary and ceases when Group loses control of the subsidiary. Assets, Liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date Group gains control until the date Group ceases to control the subsidiary. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statement in preparing the consolidated financial statements to ensure conformity with Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Group, i.e. year ended on 31st March. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of Group and to the non-controlling interests, even if the results in the non-controlling

interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with Group accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of Group are eliminated in full on consolidation.

Consolidation Procedure

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows to the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combination policy explains how to account for any related goodwill.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statement. Ind AS 12 Income tax applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

2.3 Summary of significant accounting policies

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle
- b) Held primarily for the purpose of trading
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least
- e) twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:-

- a) It is expected to be settled in normal operating cycle
- b) It is held primarily for the purpose of trading
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

i. Service Concession Arrangements

Management has assessed applicability of Appendix-A of IndAS-11: Service Concession Arrangements to power distribution arrangements entered into by the Group. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

ii. Arrangement to be classified as lease

Management has assessed applicability of Appendix-C of IndAS-17 Arrangement to be classified as Lease. In assessing the applicability to arrangements entered into by the company, management has exercised the judgment to evaluate the right to use the underlying asset, substance of the transaction including legally enforced arrangements and other significant terms and conditions of the arrangement to conclude whether the arrangement meets the criteria under Appendix-C to IndAS-17.

iii. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Group. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Group believes that the useful life best represents the period over which the Group expects to use these assets.

iv. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the amount can be reliably measured.

Sale of Electricity

Revenue from sale of electricity is recognised on the basis of billable electricity (over and above free supply to HP State Government) scheduled to be transmitted to the customers, which approximates the actual electricity transmitted.

Consultancy services

Revenue comprises income received on account of consultancy fees for the services rendered and recognised on accrual basis.

Voluntary Emission Rights (VER)

Revenue is recognised as and when the VERs is sold and it is probable that the economic benefits will flow to the Group.

Carbon Credit Entitlement / Certified Emission Reductions (CER)

In process of generation of hydro-electric power, the Group also generates carbon emission reduction units which may be negotiated for price in international market under Clean Development Mechanism (CDM) subject to completing certain formalities and obtaining certificate of Carbon Emission Reduction (CER) as per Kyoto Protocol. Revenue from CER is recognised as and when the CER's are certified and ultimate collections are made for the same.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Renewable Energy Certificate (REC)

Gross proceeds from sale of Renewable Energy Certificates (RECs) are recognized when all the significant risks and rewards of ownership of RECs have been passed to the buyer, usually on delivery of the RECs at actual rate of realization.

Sale of scrap

Revenue in respect of sale of scrap is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer.

Transmission lines

Revenue from transmission income is recognized on accrual basis

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment with mutual funds and others is recognized when the right to receive payment is established.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

i. In case of holding company

Depreciation on tangible fixed assets is provided on the straight-line-method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Asset description	Useful Life
Plant & machinery	22 Years
Other equipment	05-10 Years
Computers and Equipment's	03-06 Years
Vehicle	08 Years
Furniture & fixtures	10 Years

ii. In case of MPCL & ADHPL

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013 except in case of roads which has been taken as 7 years based on technical evaluation. The Group has used the following rates to provide depreciation on its fixed assets.

Asset description	Useful Life
Other buildings	60 Years
Plant and machinery used in generation, transmission and distribution of power.	40 Years
Transmission lines	40 Years
Factory buildings	30 Years
Plant and equipment	15 Years
Furniture and fixtures	10 Years
Electrical installations	10 Years
Vehicles	08 Years
Computers and data processing equipment	03-06 Years
Office equipment	05 Years
Roads	10 Years
Software	03 Years

iii. In case of BG Wind

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

On Plant and Machineries (Wind Turbine Generator)

Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

e) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years, except in case of BG wind where the expected useful life does not exceed 5 years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Inventory Valuation

Inventories comprising of components of stores and spares are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

h) Impairment of Non-Financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments

All equity investments in scope of Ind AS-109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS-103 applies are classified as at FVTPL. For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from Group's consolidated balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; And either (a) Group has transferred substantially all the risks and rewards of the asset, or (b) Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS-109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b. Financial assets that are debt instruments and are measured as at FVTOCI
- c. Lease receivables under Ind AS-17
- d. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS-11 and Ind AS-18
- e. Loan commitments which are not measured as at FVTPL
- f. Financial guarantee contracts which are not measured as at FVTPL

The Group follows 'simplified approach' for recognition of impairment loss allowance on:-

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS-17

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises

impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 Months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 Months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 Months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis. The Group does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Financial Guarantee Contracts

Financial Guarantee Contracts issued by the group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of debt instrument. Financial Guarantee Contracts are recognised initially as a liability at fair value, adjusted for transactions cost that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS-109 and the amount recognised less cumulative amortisation.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:-

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations.

If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

i. Provident fund and superannuation plans

Retirement benefits in the form of provident fund and superannuation plans are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

ii. Gratuity

Group's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (IndAS-19) 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund.

The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

iii. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

iv. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

The Company presents its leave, gratuity as current and non-current based on the actuarial valuation.

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. In the situations where the Group is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Group's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Non-Current Asset held for Sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned.

The group treats sale/ distribution of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

n) Preoperative Expenses

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/ debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

o) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

p) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

q) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

r) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

s) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset.

The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

t) Fair Value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value

measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

u) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

v) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Tangible Assets													Total
	Freehold land	Freehold building	Civil/Hydraulic Work	Transmission line	Plant and Machinery	Project Equipment	Electrical Installation	Office Equipments	Furniture and Fixtures	Computers	Vehicles	Laboratory Equipments	Leasehold properties	
Cost or valuation														
As at April 1, 2021	3,629.52	30,484.48	1,02,070.46	44,337.31	78,022.91	0.23	644.85	214.19	201.72	141.58	365.45	-	-	2,60,112.70
Additions	-	-	-	-	0.37	-	0.12	53.85	4.60	6.40	47.50	-	-	112.84
Disposals	-	-	-	-	48.88	-	5.29	17.24	129.31	26.90	43.84	-	-	271.46
As at March 31, 2022	3,629.52	30,484.48	1,02,070.46	44,337.31	77,974.40	0.23	639.68	250.80	77.01	121.08	369.11	-	-	2,59,954.08
As at April 1, 2022	3,629.52	30,484.48	1,02,070.46	44,337.31	77,974.40	0.23	639.68	250.80	77.01	121.08	369.11	-	-	2,59,954.08
Additions	-	-	-	-	9.16	-	-	20.13	9.06	13.79	70.83	-	-	122.97
Additions-Replus	335.23	-	-	-	7.91	-	-	3.74	5.58	24.65	-	14.72	79.63	471.46
Disposals	-	-	-	-	19.60	-	1.82	25.68	14.94	3.89	56.14	-	-	122.07
As at March 31, 2023	3,964.75	30,484.48	1,02,070.46	44,337.31	77,971.87	0.23	637.86	248.99	76.71	155.63	383.80	14.72	79.63	2,60,426.44
Depreciation														
As at April 1, 2021	-	24,294.13	39,372.70	15,429.67	29,335.91	0.23	544.76	173.52	174.64	106.05	164.67	-	-	1,09,596.28
Charge for the year	-	1,258.23	2,008.79	909.63	2,267.05	-	12.31	19.78	3.30	14.60	38.64	-	-	6,532.33
Disposals	-	-	-	35.02	-	-	5.02	16.44	121.84	25.82	26.43	-	-	230.57
As at March 31, 2022	-	25,552.36	41,381.49	16,304.28	31,602.96	0.23	552.05	176.86	56.10	94.83	176.88	-	-	1,15,898.04
As at April 1, 2022	-	25,552.36	41,381.49	16,304.28	31,602.96	0.23	552.05	176.86	56.10	94.83	176.88	-	-	1,15,898.04
Accumulated Depreciation of Replus	-	-	-	-	2.82	-	-	1.28	0.36	4.82	-	0.43	22.36	32.07
Charge for the year of Replus	-	-	-	-	0.03	-	-	0.04	0.04	0.48	-	0.11	1.46	2.16
Charge for the year	-	89.33	2,008.79	909.63	2,267.98	-	11.50	19.32	3.63	15.81	38.77	-	-	5,364.76
Disposals	-	-	-	-	9.94	-	1.73	24.41	13.08	3.57	39.42	-	-	92.15
As at March 31, 2023	-	25,641.69	43,390.28	17,213.91	33,863.85	0.23	561.82	173.09	47.05	112.37	176.23	0.54	23.82	1,21,204.88
Impairment*														
As at April 1, 2022	-	-	-	-	1,000.00	-	-	-	-	-	-	-	-	1,000.00
Disposal/Decapitalisation	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	-	-	-	-	1,000.00	-	-	-	-	-	-	-	-	1,000.00
Net Block														
As at March 31, 2022	3,629.52	4,932.12	60,688.97	28,033.03	45,371.44	-	87.63	73.94	20.91	26.25	192.23	-	-	1,43,056.04
As at March 31, 2023	3,964.75	4,842.79	58,680.18	27,123.40	43,108.02	-	76.04	75.90	29.66	43.26	207.57	14.18	55.81	1,38,221.56

Notes :

In case of BGWPL*

Impairment: The management has provided impairment of ₹ 1,000.00 Lakhs during the financial year 2017-18, based on fair market value determined by independent valuer.

In case of MPCL Consolidation

All the assets are owned by the Company except as mentioned otherwise.

- 1) Building, bridges and roads includes cost of road ₹ 1,357.41 Lakhs (Previous year ₹ 1,357.41 Lakhs) and written down value of ₹ 61.42 Lakhs (previous year ₹ 61.42 Lakhs) constructed on forest land diverted for the project.
- 2) Gross block of transmission line includes payment for 'Right to use' amounting to ₹ 5,295.79 Lakhs (Previous year ₹ 5,295.79 Lakhs) and accumulated depreciation of ₹ 1,668.64 Lakhs as on March 31, 2023 (including depreciation charged during the year of ₹ 131.35 Lakhs). 'Right to use' is an irrevocable perpetual right of use of land, but the ownership of the land does not vest with the ADHPL.
- 3) Land includes ₹ 2,999.04 Lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of the ADHPL has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers and mutation is in progress.

4 CAPITAL WORK-IN-PROGRESS

(₹ in Lakhs)

Particulars	Total
As at April 1, 2021	3,902.15
Additions	29.40
Disposals	-
As at March 31, 2022	3,931.55
As at April 1, 2022	3,931.55
Additions	536.96
Disposals	2,358.98
As at March 31, 2023	2,109.53

Capital work-in-progress

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning	3,931.55	3,931.55
Add : Additions during the year	528.80	-
Add : Borrowings cost capitalisation during the year*	8.16	-
Less : Transfer to property, plant and equipment	-	-
Less : Write-off during the year	2,358.98	-
Balance at the end	2,109.53	3,931.55

In case of REPL

* Borrowing cost capitalisation in accordance with Ind AS 23 is as follows:

Capital work-in-progress ageing schedule

As at March 31, 2023	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Project-in-progress	488.44	48.52	-	-	536.96
	488.44	48.52	-	-	536.96
As at March 31, 2022					
Project-in-progress	48.52	-	-	-	48.52
	48.52	-	-	-	48.52

Capital-work-in progress completion schedule (projects which is overdue or has exceeded its cost compared to its original plan)

As at March 31, 2023	To be completed in			
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years
Project-in-progress				
- Setup of Factory at Bawada	536.96	-	-	-
	536.96	-	-	-

5 OTHER INTANGIBLE ASSET

(₹ in Lakhs)

Particulars	Software	Total
Cost or valuation		
As at April 1, 2021	116.02	116.02
Additions	-	-
Disposals	-	-
As at March 31, 2022	116.02	116.02
As at April 1, 2022		
Additions	15.75	15.75
Disposals	-	-
As at March 31, 2023	131.77	131.77
Depreciation		
As at April 1, 2021	109.70	109.70
Charge for the year	1.00	1.00
Disposals	-	-
As at March 31, 2022	110.70	110.70
As at April 1, 2022	110.70	110.70
Charge for the year	0.78	0.78
Charge for the year	0.95	0.95
Disposals	-	-
As at March 31, 2023	112.43	112.43
Net Block		
As at March 31, 2022	5.32	5.32
As at March 31, 2023	19.34	19.34

6 INTANGIBLE ASSETS UNDER DEVELOPMENT

(₹ in Lakhs)

Particulars	Project-in-progress	Total
As at April 1, 2021	-	-
Additions	-	-
Disposals	-	-
As at March 31, 2022	-	-
As at April 1, 2022	-	-
Additions	47.86	47.86
Disposals	-	-
As at March 31, 2023	47.86	47.86

In case of REPL

Intangible assets under development ageing schedule

Particulars	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
As at March 31, 2023					
Project-in-progress	47.86	-	-	-	47.86
	47.86	-	-	-	47.86
As at March 31, 2022					
Project-in-progress	-	-	-	-	-
	-	-	-	-	-

Intangible assets under development completion schedule (projects which is overdue or has exceeded its cost compared to its original plan)

As at March 31, 2023	To be completed in				
	Less than 1 year	1 to 2 years	2 to 3 years	2 to 3 years	More than 3 years
Project-in-progress					
- Dynamics 365 Business Central (ERP system)	3.78	-	-	-	-
	3.78	-	-	-	-

7 INVESTMENTS

(₹ in Lakhs)

Particulars	Non- Current	
	As at March 31, 2023	As at March 31, 2022
Investment in others (quoted)		
Nil (Previous year 489) equity shares of ₹ 10.00 each fully paid up of Punjab & Sind Bank Ltd. [Market value of the investment ₹ Nil (Previous year ₹ 0.08 Lakhs)]	-	0.08
	-	0.08
Aggregate amount of quoted investments	-	0.59
Market value of quoted investments	-	0.08
Investments carried at fair value through statement of profit and loss	-	0.08

Non- Current Current

8 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Secured, Considered Good				
Unsecured, considered good*	3,464.87	3,570.57	1,559.57	3,112.77
Credit impaired	361.64	347.60	-	-
Less: Provision for expected credit loss	(361.64)	(347.60)	-	-
	3,464.87	3,570.57	1,559.57	3,112.77

In case of Holding Company

Note : The average credit period for the Company's receivables from its generation and transmission business is in the range of 60 days.

In case of ICCSL*

*The Trade receivables outstanding for more than 180 days amounting to ₹ 324.94 Lakhs. Provision for doubtful debts has been considered in respect of balances aggregating to ₹ 44.96 Lakhs. For the remaining balances, the management is confident to recover the outstanding amount in the near future. Hence no provision is considered on such amount. Company is recording TDS receivable on the value of export sales at the time of receipt. Hence, balances of overseas trade receivables are inclusive of TDS amount receivable of ₹ 9.93 Lakhs.

In case of MPCL Consol*

Note : The average credit period for the Company's receivables from its generation and sale of power business is in the range of 5 to 7 days and transmission business is in the range of 30 to 60 days.

*Pertains to receivables from HPSEBL for usage of transmission line which will be received once the matter mentioned in footnote to Note 6(b) and 31A(b) will be finally disposed off. Also, refer Note 35A(ii).

Trade Receivables Ageing Schedule- Non Current

(₹ in Lakhs)

As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	17.39	49.63	132.58	199.60
Undisputed Trade Receivables - credit impaired	-	-	-	-	(1.34)	(43.62)	(44.96)
Disputed Trade Receivables - others	-	-	-	63.00	336.13	3,227.78	3,626.91
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	-	-	-	80.39	384.42	3,000.06	3,464.87

Trade Receivables Ageing Schedule- Non Current

(₹ in Lakhs)

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	93.61	32.73	165.19	291.53
Undisputed Trade Receivables - credit impaired	-	-	-	-	(2.53)	(28.39)	(30.92)
Disputed Trade Receivables - others	-	-	-	356.79	2,116.06	1,153.79	3,626.64
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	-	-	-	450.40	2,146.26	973.91	3,570.57

Trade Receivables Ageing Schedule- Current

(₹ in Lakhs)

As at March 31, 2023	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	787.07	468.85	184.20	-	-	-	1,440.12
Trade Receivable-Billed	787.07	468.85	184.20	-	-	-	1,440.12
Trade Receivable-Unbilled	119.45	-	-	-	-	-	119.45
Total	906.52	468.85	184.20	-	-	-	1,559.57

Trade Receivables Ageing Schedule- Current

(₹ in Lakhs)

As at March 31, 2022	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	1,761.59	773.53	466.89	-	-	-	3,002.01
Trade Receivable-Billed	1,761.59	773.53	466.89	-	-	-	3,002.01
Trade Receivable-Unbilled	110.76	-	-	-	-	-	110.76
Total	1,872.35	773.53	466.89	-	-	-	3,112.77

9 LOANS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Loan to employees	27.72	40.89	39.60	29.65
	27.72	40.89	39.60	29.65

10 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(a) - Balance with banks		
On Current Accounts	469.27	244.34
On Cash Credit Account (Refer note 20 of REPL-Standalone)	23.74	-
On Deposit Accounts (with original maturity less than 3 months)	8,130.00	1,822.53
- Cash on hand	7.09	9.08
	8,630.10	2,075.95
(b) Bank balances (other than cash and cash equivalents)		
Margin money (held as security)*	124.24	580.18
Fixed deposits more than 3 months but less than 12 months)#	14,722.74	5,695.99
	14,846.98	6,276.17

In case of MPCL Consol*

Held as margin money with IDBI Bank Limited ₹ 19.00 Lakhs and Previous year held as margin money with IDBI Trustee for repayments of borrowings ₹ 550.00 Lakhs and Earmarked (kept as margin money against payment of wheeling charges ₹ 48.00 Lakhs) (Previous year ₹ 30.00 Lakhs)

In case of REPL#

Includes Bank deposit of ₹ 32.74 Lakhs which is mark lien against bank guarantee provided to a customer.

11 INVENTORIES

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Stores and spares*	1,265.90	1,253.87
	1,265.90	1,253.87

In case of MPCL Consol*

Includes store lying with third parties

12 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
(a) SECURITY DEPOSITS				
Security deposits*	311.35	208.39	0.05	-
Deposit with NSDL	1.50	1.50	-	-
Security Deposits (SLDC-QCA) (Refer Note 38 (I) (iv) (a))	8.00	8.00	-	-
GBI claim receivable	-	-	4.01	178.28
Deposit with maturity more than 12 month**	3.40	3.40	-	-
Amount paid under protest #	35.00	35.00	-	-
Less : Amount written off during the year	(35.00)	(35.00)	-	-
Unbilled revenue (Refer Note 39 (ii) (a))	-	-	1,199.04	1,237.74
Recoverable from Himachal Pradesh State Electricity Board Limited (Net)***	2,263.00	1,863.14	-	6.90
Interest accrued on loan to body corporate				
Interest accrued on bank deposit	-	-	37.72	26.88
Retention money	28.58	28.58	-	-
Advance for Bara Banghal project				
- Unsecured, considered good	-	-	-	6,120.00
- Unsecured, considered doubtful	-	681.84	-	-
Less: Written off during the year	-	(681.84)	-	-
Advances recoverable in cash and kind (from others) ##	-	-	57.76	57.76
	2,615.83	2,113.01	1,298.58	7,627.56

In case of CHYPL*

In March 2014, the company deposited security ₹ 180.00 Lakhs to Government of Himachal Pradesh for Chango Yangthang HEP (180 MW).

In case of MPCL Consol** (***)

**Fixed deposit of ₹ 3.40 Lakhs (Previous year ₹ 3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority.

***Includes amount paid under protest of ₹ 2,817.00 Lakhs (Previous year ₹ 2,817.00 Lakhs) (as fully described in Note 31A(b)) less adjustment of ₹ 553.61 Lakhs (Previous year ₹ 953.61 Lakhs) payable to HPSEBL.

In case of ICCSL##

Advances recoverable in cash and kind (from others) (Net of Defined Benefit Obligation of ₹ 44.11 Lakhs (Previous Year ₹ 59.49 Lakhs)

Advances recoverable in cash and kind pertaining to "Excess of the contribution to Planned funds" against Defined benefit Obligation till FY 20-21. During the FY 2022-23, management has not considered change in value of funds, resulting into non consideration of Other Comprehensive Income amounting ₹ 1.43 Lakhs (Previous Year ₹ 5.83 Lakhs) and Income of ₹ 1.19 Lakhs (Previous Year ₹ (0.08) Lakhs) in the Statement of Profit and Loss in the Financials Statements

13 TAX ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
TDS receivable & advance taxes*	938.28	1,248.93	20.36	-
Mat Credit Entitlement	55.43	46.18	-	-
	993.71	1,295.11	20.36	-

In case of ICCSL*

TDS receivable & advance taxes (Net of Provision of ₹ 55.43 Lakhs (Previous Year ₹ 46.18 Lakhs)

The TDS Receivable amounting to ₹ 5.55 Lakhs pertains to previous years on or before AY 2016-2017, The company is recording TDS receivable on the sale value at the time of sale except for export transactions.

14 OTHER ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Considered good, Unless otherwise stated				
Upfront premium**	6,336.25	3,789.45	-	-
Capital advances	230.91	-	61.91	62.04
Trade advance to suppliers	-	-	21.69	-
Earnest money deposit	-	-	8.00	-
Advance to creditors/capital creditors	-	-	38.89	237.36
Advances recoverable	-	-	125.21	124.43
Advances to employees	-	1.05	17.81	21.81
Prepaid expenses #	41.95	42.24	202.46	164.27
Advances to Suppliers				
- Unsecured, considered good	-	-	49.89	40.43
- Unsecured, considered doubtful	-	-	849.40	849.40
- Less: Provision for doubtful advances	-	-	(849.40)	(849.40)
	6,609.11	3,832.74	525.86	650.34

In case of CYHPL

**The management of CYHPL is of the view that the upfront premium deposited at the time of allotment amounting to ₹ 3,789.45 Lakhs would be refunded by the Directorate of Energy, Government of Himachal Pradesh on surrender of the project due to the events beyond the control of CYHPL.

15 EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
20,00,00,000 (previous year 20,00,00,000) equity shares of ₹ 10.00 each	20,000.00	20,000.00
40,00,000 (previous year 40,00,000) cumulative redeemable preference shares of ₹ 100.00 each	4,000.00	4,000.00
	24,000.00	24,000.00
Issued, subscribed and fully paid up		
16,57,59,311 (previous year 16,57,59,311) equity shares of ₹ 10.00 each fully paid up	16,575.93	16,575.93
Total Issued, subscribed and fully paid up share capital	16,575.93	16,575.93

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Shares outstanding at the beginning of the year	16,57,59,311	16,575.93	16,57,59,311	16,575.93
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	16,57,59,311	16,575.93	16,57,59,311	16,575.93

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ₹ 10.00 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% holding	No. of shares	% holding
Name of the Share Holders				
Equity shares of ₹ 10.00 each fully paid up				
HEG Limited	8,12,32,560	49.01%	8,12,32,560	49.01%
RSWM Limited	1,25,24,960	7.56%	1,25,24,960	7.56%
Ravi Jhunjunwala	99,88,966	6.03%	99,88,966	6.03%
LNJ Spark Advisory LLP	3,54,69,782	21.40%	3,54,69,782	21.40%
International Finance Corpoartion	-	0.00%	83,60,238	5.04%
Bharat Investments Growth Ltd.*	1,06,54,761	6.43%	-	0.00%
	14,98,71,029	90.42%	14,75,76,506	89.03%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

*The holding of International Finance Corporation has been acquired by Bharat Investments Growth Limited on dated 20th September 2022

(d) Shares held by promoter

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	HEG Limited	8,12,32,560	49.01%	8,12,32,560	49.01%
Equity shares of ₹ 10 each fully paid	RSWM Limited	1,25,24,960	7.56%	1,25,24,960	7.56%
Equity shares of ₹ 10 each fully paid	Ravi Jhunjunwala	99,88,966	6.03%	99,88,966	6.03%
Equity shares of ₹ 10 each fully paid	LNJ Spark Advisory LLP	3,54,69,782	21.40%	3,54,69,782	21.40%
Total		13,92,16,268	83.99%	13,92,16,268	83.99%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(e) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

16 OTHER EQUITY

(₹ in Lakhs)

(a) Capital reserve	
Balances as at April 1, 2021	599.19
Addition during the year	-
Balances as at March 31, 2022	599.19
Addition during the year	-
Balances as at March 31, 2023	599.19
(b) Capital Reserve on consolidation	
Balances as at April 1, 2021	13,995.04
Addition during the year	-
Balances as at March 31, 2022	13,995.04
Addition during the year	-
Balances as at March 31, 2023	13,995.04
(c) Securities Premium	
Balances as at April 1, 2021	41,641.56
Addition during the year	-
Balances as at March 31, 2022	41,641.56
Addition during the year	-
Balances as at March 31, 2023	41,641.56

(Contd.)

(₹ in Lakhs)

(d) Retained Earnings	
Balances as at April 1, 2021	(4.15)
Profit / (Loss) during the year	8,116.44
Balances as at March 31, 2022	8,112.29
Profit / (Loss) during the year	15,746.38
Negative amount in equity of MPCL (additional amount given to IFC)	(2,033.46)
Balances as at March 31, 2023	21,825.21
(e) Other comprehensive income	
Balances as at April 1, 2021	9.00
- Re-measurement gains/ (losses) on defined benefit plans	(4.72)
- Income Tax relating Re-measurement losses on defined benefit plans	(1.35)
Balances as at March 31, 2022	2.93
- Re-measurement gains/ (losses) on defined benefit plans	(35.61)
- Income Tax relating Re-measurement losses on defined benefit plans	4.19
Balances as at March 31, 2023	(28.49)
Total Other Equity as at March 31, 2023	78,032.51
(f) Non Controlling Interest	
Balances as at April 1, 2021	64,462.52
Addition during the year	10,044.65
Interim dividend paid during the year	(867.45)
- Re-measurement gains/ (losses) on defined benefit plans	(0.29)
- Income Tax relating Re-measurement losses on defined benefit plans	(1.29)
Balances as at March 31, 2022	73,638.14
Addition during the year	13,878.48
Interim dividend paid during the year	(6,216.52)
Shares Purchased (MPCL)	(8,220.49)
NCI of Replus Engitech Private Limited till 06 March 2023	409.03
- Re-measurement gains/ (losses) on defined benefit plans	(24.50)
- Income Tax relating Re-measurement losses on defined benefit plans	4.41
Balances as at March 31, 2023	73,468.55
Total Equity as at March 31, 2023	1,51,501.06

Nature and Description of Reserve :
(i) Capital Reserve:-

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only in accordance with the provisions of the Companies Act, 2013.

(iii) Debenture Redemption Reserve:-

Where a company issues debentures, it is required to create a debenture redemption reserve for the redemption of such debentures. On redemption of the debentures for which the reserve is created, the amounts no longer necessary to be retained in this account need to be transferred to the General Reserve.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

17 BORROWINGS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Term Loans				
From Banks (Secured)***	701.77	6,621.57	-	815.07
Term Loan from others*	5,457.48	8,704.82	486.53	932.99
Unsecured borrowings				
Deffered payment loan - (supplier credit) (Refer Note No. 37 of BG Wind SA)	-	466.24	-	641.94
	6,159.25	15,792.63	486.53	2,390.00

(i) In case of parent company

Term Loan from others*

Note:-The entire loan prepaid during the year on 19 September 2022.

(ii) In case of ICCSL*

The company has taken loan from Purvi Vanijya Niyojan Limited to pay off its liability. Which is repayable in 35 equal monthly installments of ₹ 12.00 Lakhs each (including fixed interest @ 9% P.A) and last (36th) installment shall be of ₹ 2.30 Lakhs (Including interest). The loan is secured by

- i) Undated signed cheque of ₹ 370.00 Lakhs to secure the repayment of Principal.
- ii) Undated signed cheque of ₹ 61.00 Lakhs to secured interest amount.

(iii) In case of ADHPL

Term Loan from Bank :

Interest on term loan from Indusind Bank Limited is 6.20% per annum (Previous year 8.00% per annum). This loan is fully repaid during the year.

The loan is secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the ADHPL, on pari passu basis. Further, the Parent Company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000.00 Lakhs) in case of default in repayment and has also pledge its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(iv) In case of BG Wind

Term Loan from others*

Outstanding as on March 31, 2023

(₹ in Lakhs)

Name of lender	Carrying Value	FY 2023-24	FY 2024-25	FY 2025-26	FY 2026-27	FY 2027-35
Purvi Vanijya Niyojan Ltd	3,440.00	430.00	215.00	215.00	215.00	2,365.00
Raghav Commercial Ltd	2,280.00	285.00	142.50	142.50	142.50	1,567.50
No. of Installments - 64						
	5,720.00	715.00	357.50	357.50	357.50	3,932.50

(a) Purvi Vanijya Niyojan Limited

BGWPL has taken Rupee Term Loan of ₹ 4,300.00 Lakhs from Purvi Vanijya Niyojan Limited for its 20 MW Wind Power Project. Which is repayable in 64 structured quarterly installments starting from 30 June 2019. As at March 31, 2023 outstanding loan is ₹ 3,440.00 Lakhs. The loan carries interest @08.95% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

(b) Raghav Commercial Limited

BGWPL has taken Rupee Term Loan of ₹ 2,850.00 Lakhs from Raghav Commercial Limited for its 20 MW Wind Power Project. Which is repayable in 64 structured quarterly installments starting from 30 June 2019. As at March 31, 2023 outstanding loan is ₹ 2,280.00 Lakhs. The loan carries interest @08.95% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

18 LEASE LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Lease liabilities	41.51	-	17.60	-
	41.51	-	17.60	-

19 TRADE PAYABLE

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises*	-	-	7.78	2.70
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises #	-	-	3,370.47	2,120.80
	-	-	3,378.25	2,123.50

In case of MPCL & ADHPL #

There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
The principal amount remaining unpaid to any supplier as at the end of the year	7.78	2.70
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2023 is as follows:

Particulars	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	2.78	4.84	-	-	-	-	7.62
Others	300.02	854.77	1,670.52	27.86	70.57	446.88	3,370.62
Total	302.80	859.61	1,670.52	27.86	70.57	446.88	3,378.25

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	2.70	-	-	-	-	-	2.70
Others	165.28	23.43	1,729.08	101.75	22.41	78.85	2,120.80
Total	167.98	23.43	1,729.08	101.75	22.41	78.85	2,123.50

20 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Security deposits from employees	-	-	9.99	9.11
Sundry deposit	-	-	102.21	34.78
Deposit from contractors and others	-	-	8.50	10.45
Creditors for capital expenditure	-	-	11.77	6.74
Employee related payables	-	-	69.34	20.45
Other payable*	-	-	700.69	331.32
Expenses payable	-	-	4.10	2.61
Interest accrued but not due on loan from bank and financial institution	-	-	3.17	156.35
Interest accrued on loan received from group of company	-	-	-	522.41
	-	-	909.77	1,094.22

(i) In case of BG Wind*

This includes amount as per settlement agreement with Inox Wind Limited & Inox Green Energy Services Ltd. dated 18 August 2022 the amount payable to Inox Wind Ltd. withheld on account of non-installation of LVRTS & towards cost of restoration of WTG amounting to ₹ 0.90 Lakhs & ₹ 300.00 Lakhs respectively.

21 PROVISIONS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
A. Provision for employee benefits				
- Gratuity	92.29	67.95	121.24	38.32
- Leave encashment	401.86	374.82	87.86	65.59
- Continuity Loyalty Bonus	-	-	126.84	126.84
	494.15	442.77	335.94	230.75
B. Other Provisions				
Provision for impairment in value of investments	11.56	-	-	-
	11.56	-	-	-
	505.71	442.77	335.94	230.75

22 TAX LAIBILITY

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for tax	-	-	242.00	785.31
	-	-	242.00	785.31

23 OTHER LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Advance received for tower rerouting work(net)	-	-	64.52	107.27
Statutory dues payable	-	-	161.83	205.53
Others Payable	-	-	2.44	2.44
GST Payable	-	-	8.18	5.79
	-	-	236.97	321.03

24 DEFERRED TAX ASSETS / (LIABILITY)

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
A. Tax effects of items constituting deferred tax assets:				
Brought forward depreciation	20,848.30	-	-	-
Provision for employee benefits	101.47	-	-	-
MAT Credit entitlement	-	1,091.12	-	-
Others / Lease liabilities*	141.28	61.86	-	-
Unabsorbed Depreciation	178.68	5.12	-	-
Property, plant & equipment	18.52	-	-	-
Expenses allowed on payment basis	5.17	137.90	-	-
Total Deferred tax asset (A)	21,293.42	1,296.00	-	-
B. Tax effects of items constituting deferred tax liability:				
Property, plant & equipment*	24,020.71	2,422.34	-	-
Right-of-use assets	14.51	-	-	-
Total Deferred tax liability (B)	24,035.22	2,422.34	-	-
Net Deferred tax assets / liability (A+B)	(2,741.80)	(1,126.34)	-	-

In case of ICCSL*

ICCSL has started to earn profit and is expecting to earn future cash flows in the upcoming years. Now, during the FY 22-23 company recognized the Deferred Tax Assets and the same can be adjusted against future taxable profit.

25 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Sale of power and services	47,296.65	37,687.53
Less : PPA charges	(3.60)	(3.60)
Transmission charges received	853.62	797.79
	48,146.67	38,481.72
b) Other operating revenues		
GBI	96.69	118.37
Sale of REC/CERS	-	161.45
Bidding support services	6.70	-
Claim for generation loss / PLF / machine availability	572.32	132.01
	675.71	411.83
	48,822.38	38,893.55

26 OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest income on		
- Bank deposits	903.41	429.06
- Financial asset measured at fair value	0.06	-
- Interest Others	0.26	-
- Employee's loan	0.37	0.90
- Income tax refund	40.92	32.04
Sundry balance written off	-	50.00
Net gains on foreign exchange fluctuations	2.53	-
Miscellaneous income	145.25	120.37
Sale of emission reductions	690.80	139.29
Excess provision written back	-	3,062.58
Profit on sale of vehicle	-	0.01
Insurance claim	-	972.28
Liability no longer required	1.62	-
	1,785.22	4,806.53

27 TRANSMISSION CHARGES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Wheeling cost	670.00	554.25
Open access charges	965.00	2,330.70
Bulk power transmission charges (Refer note 31(B)(i)(f) of MPCL Consol)	382.00	2,915.00
	2,017.00	5,799.95

28 COST OF MATERIAL CONSUMED

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Add: Purchases	10.27	-
Add: Direct overheads	3.94	-
Less: Closing balance of inventory	(8.05)	-
	6.16	-

29 EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Salaries, wages and bonus	3,856.38	3,140.29
Contribution to provident & other funds	179.27	153.51
Workmen & staff welfare expenses	91.45	124.34
Leave compensation expense	73.22	32.13
Gratuity expense	55.25	48.60
	4,255.57	3,498.87

30 FINANCE COST

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest on		
- Term loan from financial institution	150.62	1,736.97
- Interest expense on lease liabilities	0.42	-
- Interest expense on term loan measured at amortised cost	2.95	-
- Less: Borrowings cost capitalised at effective rate of interest	(2.95)	-
- Term loan from other	696.53	921.64
- Other borrowing costs	-	594.47
- Deferred interest on suppliers credit	-	76.99
- Interest on TCS	0.01	0.02
- Other interest	-	175.55
- Bank charges	3.42	0.64
	851.00	3,506.28

31 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Depreciation on tangible assets	5,365.46	6,532.33
Amortisation of intangible assets	0.95	1.00
Depreciation of right-of-use asset	1.46	-
	5,367.87	6,533.33

32 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Rent	87.78	81.39
Rates & taxes	23.66	9.27
Testing and installation charges	0.24	-
Recruitment expenses	0.12	-
Lease rental	1.30	0.69
Stores, spares & other consumables	650.99	377.63
Power and fuel	201.04	192.19
Travelling & conveyance expenses	109.17	85.97
Communication expenses	11.29	10.83
Insurance charges	508.11	498.49
Car running & maint. and hiring expenses	121.39	116.32
Operation & Maintenance charges	-	158.13
Repair & Maintenance:-		
- Building	86.02	151.66
- Civil work	-	159.14
- Plant and machinery	538.33	287.83
- Others	263.24	93.49
Electricity expenses	4.21	3.84
Payment to auditor (Refer Note (I) Below)	66.42	57.91
Legal & professional	479.47	326.88
Social welfare expense	40.09	79.26
Warranty expenses	11.56	0.01
CSR expense (Refer Note (II) Below)	256.50	219.02
Printing & stationery	8.96	7.14
Fees and subscription	19.44	6.28
Profit & Loss on sale of vehicle	3.24	22.33
Miscellaneous expenses	204.16	263.18
Consolidation rounding off	14.73	-
Loss on disposal of property, plant and equipment	11.00	-
Outsourced support cost	87.81	-
Security arrangement expense	258.46	153.74
Pre-Operative expenses written off	(187.83)	-
Expected credit loss	437.52	-
Impairment in value capital work-in-progress (CWIP)	2.34	2.35
Bad debt written off	35.23	159.95
Balances Written off	92.02	-
Fair value of investments	(0.04)	0.01
FA written off-misc	-	0.03
	4,447.97	3,524.96

Notes :-
(I) Payment to statutory auditors comprise (including indirect tax):
Payment to auditor:

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
- Audit fee	48.16	38.41
- Fees for certification	14.97	14.47
- Out of pocket expenses	3.29	5.03
	66.42	57.91

(II) Corporate social responsibility expenditure

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Amount required to be spent as per Section 135 of the Act	256.50	211.20
Amount spent during the year on:		
(i) Construction/Acquisition of any asset	52.00	6.19
(ii) On purposes other than (i) above	204.50	114.83
	256.50	121.02

In case of MPCL

Amount unspent during the year is ₹ Nil (Previous year ₹ 98.00 Lakhs). During the year, the MPCL has spent ₹ 74.00 Lakhs out of the previous year's unspent amount.

a) Income tax recognised in profit and loss

33 TAX EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Current tax	3,530.68	2,769.35
Deferred tax	699.84	(80.94)
Tax related to earlier years	(184.53)	-
MAT Credit utilised/(recognised) during the year	(8.82)	(12.81)
Total Income tax (credit)/expenses recognised in the current period	4,037.17	2,675.60

b) Income tax expense for the year can be reconcile to the accounting profit as follow:-

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Accounting profit before tax	34,290.00	21,907.32
Accounting Profit before Income Tax	34,290.00	21,907.32
Income tax	9,079.00	5,990.91
Tax effect of permanent differences:		
Tax effect of expenses that are not deductible for determining taxable profits	(125.32)	(94.41)
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(106.00)	(909.90)
Less: Tax related to earlier years	(184.53)	-
	8,663.15	4,986.60
Tax expense	8,663.15	4,986.60
Less: Set off of carried forward unabsorbed depreciation	(5,453.56)	(2,311.00)
Tax effect of deferred tax assets not recognized till date	(6,810.42)	-
Tax effect of temporary differences that are not deductible for determining taxable profits	(202.00)	-
Tax effects of unabsorbed depreciation	7,734.00	-
Add: Tax effect of income from sale of emission reductions certificates taxable at lower rate	106.00	-
Income tax expenses reported in the Statement of Profit and Loss	4,037.17	2,675.60

34 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(i) Items that will not be reclassified to profit or loss		
- Remeasurements of the defined benefit plans	(60.11)	(5.01)
- Income Tax relating Re-measurement losses on defined benefit plans	8.60	(2.64)
Other comprehensive income for the year	(51.51)	(7.65)

35 EARNING PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Profit/(Loss) from total operation attributable to equity shareholders (₹ In Lakhs)	15,714.96	8,110.37
b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (In Lakhs)	1,657.59	1,657.59
Earning Per share - Basic (₹) (a/b)	9.48	4.89
Earning per share - Diluted (₹) (a/b)	9.48	4.89
Face value per share (₹)	10.00	10.00

36. SEGMENT REPORTING

The Company's activities during the year involved power generation and consultancy services. Considering the nature of Company's business and operations, there are 2 separate reportable segments in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results of both 2 segments for the purpose of making decisions about resource allocation and performance assessment and hence, the additional disclosures are provided as follows:-

(₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
1 Segment Revenue		
a) Power	48,360.79	38,484.56
b) Battery energy storage system (BESS)	25.04	-
c) Consultancy	505.26	423.99
Sub total	48,891.09	38,908.55
Less : Inter-segment revenue	68.71	15.00
Net segment revenue	48,822.38	38,893.55
2 Segment results (profit(+)/loss(-) before tax from each segment		
Profit/Loss before tax		
a) Power	33,671.20	20,757.15
b) Battery energy storage system (BESS)	(51.63)	-
c) Consultancy	42.46	79.54
	33,662.03	20,836.69
Less: Provision for taxation		
Current tax	3,521.86	2,756.54
Deferred tax	699.84	(80.94)
Tax expenses related to previous years	(184.53)	-
Loss after tax	29,624.86	18,161.09
3 Other information		
I Segment assets		
a) Power	1,79,899.55	1,78,029.40
b) Battery energy storage system (BESS)	2,499.20	-
c) Consultancy	733.57	842.22
Total assets	1,83,132.32	1,78,871.62
II Segment liabilities		
a) Power	13,599.39	23,790.70
b) Battery energy storage system (BESS)	974.64	-
c) Consultancy	481.30	515.85
Total liabilities	15,055.33	24,306.55
III Capital expenditure (including capital work in progress)		
a) Power	1,39,351.59	1,46,981.07
b) Battery energy storage system (BESS)	990.05	-
c) Consultancy	8.79	11.84
	1,40,350.43	1,46,992.91
IV Depreciation		
a) Power	5,361.46	6,528.29
b) Battery energy storage system (BESS)	2.36	-
c) Consultancy	4.05	5.04
	5,367.87	6,533.33

37. Statement containing salient features of the financial statements of Subsidiaries/associates companies/joint ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1).

Part "A": Subsidiaries

(₹ in Lakhs)

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Replus Engitech Private Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	BG Wind Power Limited	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007*	06.03.2023	31.03.2008	12.03.2009**	18.10.2017	16.12.2009	30.03.2011
Reporting Period	2022-23	2022-23	2022-23	2022-23	2022-23	2022-23	2022-23	2022-23
Reporting Currency	INR	INR	INR	INR	INR	INR	INR	INR
Issued, subscribed & paid up capital	14,752.57	56,015.28	192.31	70.66	1,669.16	2,205.00	10,000.00	3,000.00
Reserves	1,16,764.44	70,274.20	1,332.25	181.61	(240.65)	(6,193.76)	(10,002.67)	27.09
Total assets	1,35,430.01	1,31,615.10	2,499.20	733.57	1,709.10	6,258.10	2,549.21	3,974.38
Total liabilities	3,913.00	5,325.62	974.64	481.30	280.59	10,246.86	2,551.88	947.27
Investment (except in subsidiary)								
Turnover	14,811.00	31,521.33	25.04	505.26	-	798.24	-	-
Profit before tax	11,347.82	22,941.75	(51.63)	42.47	(1.15)	(1,036.38)	(9,869.37)	(39.77)
Provision for tax	3,206.00	2,723.10	(17.96)	80.59	-	-	-	-
Profit after taxation	8,141.82	20,218.65	(33.67)	(38.12)	(1.15)	(1,036.38)	(9,869.37)	(39.77)
Proposed Dividend								
% of Shareholding	51.00%	51.00%	74.00%	75.50%	95.86%	100.00%	100.00%	100.00%

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian ₹) =160 NR (Nepali Rupee)

Sr. No.	Name of Subsidiaries which are yet to commence operations
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Sr. No.	Name of Subsidiaries which have been liquidated or sold during the year
1	NIL

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

38. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)
I. Contingent Liabilities
(i) In case of holding company

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Claims against the company not acknowledged as debt:	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable		
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited* #	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited ** #	4,300.00	4,300.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Limited (BGEL) ***	3,000.00	3,000.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJ Power Venture Limited (LNJPVL) ****	1,000.00	1,000.00

*The Company has provided corporate guarantee in favour of Raghav Commercial Limited for the term loan of ₹ 2,850.00 Lakhs (previous year ₹ 2,850.00 Lakhs) availed by wholly owned subsidiary M/s BG Wind Power Limited.

**The Company has provided corporate guarantee in favour of Purvi Vanijya Niyojan Limited for the term loan of ₹ 4,300.00 Lakhs (previous year ₹ 4,300.00 Lakhs) availed by wholly owned subsidiary M/s BG Wind Power Limited.

on subsequent transfer of M/s BG Wind Power Limited to RSWM Limited on dated 6th April 2023, the Corporate Guarantee is no longer subsist pursuant to quadripartite agreement executed with lenders of BG Wind Power Limited.

Share Purchase Agreement of the Company with M/s Hero Wind Energy Private Limited

***The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, the indemnity value as on date is ₹ 3,000.00 Lakhs.

****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJ Power Ventures Limited (LNJPVL). In SPA, company has given indemnity to Hero, the indemnity value as on date is ₹ 1,000.00 Lakhs.

Note- Since the loss allowance was estimated to be nil, the guarantee is not recognized in the books.

(ii) In case of MPCL

a) Claims against the MPCL raised by income tax authorities amounting to ₹ 213.87 Lakhs (Previous year ₹ 213.87 Lakhs). No provision is considered necessary since the MPCL expects favorable decisions.

b) On April 27, 2019, the MPCL received a provisional net demand of ₹ 8,069.00 Lakhs (Previous year ₹ 8,069.00 Lakhs) in relation to wheeling charges for the period April 01, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC). In this regard, the MPCL has paid under protest an amount of ₹ 2,817.00 Lakhs (Previous year ₹ 2,817.00 Lakhs). The MPCL had filed an appeal before Appellate Tribunal for Electricity (APTEL) on April 24, 2019, at New Delhi, which is pending adjudication with APTEL.

During the current year, HPERC vide Order dated 30th November 2022 determined the voltage wise wheeling charges for the period July 01, 2019 to October 31, 2022. Based on the legal opinion obtained, the MPCL is of the view that APTEL will adopt the same analogy for determination of wheeling charges for the period April 1, 2008 to March 31, 2019, considering the same, there might be high likelihood of final orders with wheeling charges at least in the range of tariff rates announced for the period July 01, 2019 to October 31, 2022, the MPCL has created additional provision amounting ₹ 377.00 Lakhs (Previous year ₹ Nil) during the year related to wheeling charges on or before June 30, 2019.

Based upon the legal opinion, the MPCL is of the view that the demand for the period April 01, 2008 to March 31, 2019 is not legally tenable and would not result in any further material liability on the MPCL.

(iii) In case of ADHPL*

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Claims against ADHPL not acknowledged as debt:		
- Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	1,459.58	1,459.58
- Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
- Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	64.75	64.75
- Demand of lease rentals by Himachal Pradesh Govt. for diverted forest land (refer note (f) below)**	-	2,611.90

* AD Hydro Power Limited (ADHPL) believes that these claims/demands are not probable to be decided against ADHPL and therefore, no provision for the above is required.

** (Malana Power Company Limited) the demand lease rentals for diverted forest land has been withdrawn by Government.

a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ₹ 1459.58 Lakhs on the ADHPL under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 01, 2005 to July 31, 2012. The ADHPL is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e from the date when the rules were notified and up to the date when factory license was granted to the ADHPL). In view of this, there is no question of payment of Cess prior to December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on the ADHPL's view has been already paid and provided for in the books of accounts. The ADHPL had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

b) During the year ended March 31, 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ₹ 1,427.00 Lakhs on the ADHPL towards Local Area Development Fund (LADF) which was determined considering 1.5% of the final cost of the project of the ADHPL of ₹ 1,60,700.00 Lakhs. The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed

@ 1.5% of the total capital cost as reflected in Detailed Project Report of the ADHPL i.e. ₹ 92,200.00 Lakhs in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the ADHPL aggregating to ₹ 1,423.00 Lakhs. Had there been considered/computed appropriately, the above demand would not arise. Management is of the view that the ADHPL has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.

- c) During the year ended March 31, 2013, the Department of Fisheries directed the ADHPL to pay an amount of ₹ 100.00 Lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. The ADHPL had filed a Writ Petition in the Hon'ble High Court of Himachal Pradesh against the said demand and based on the directive of Hon'ble High Court of Himachal Pradesh has deposited ₹ 35.00 Lakhs to Department of Fisheries.

Management is of the view that the ADHPL is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required. However, the ADHPL had written off the deposit amount as there is no movement in this case for more than 5 years and has disclosed the balance of ₹ 64.75 Lakhs as contingent liabilities.

- d) The ADHPL is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the ADHPL is remote and thus these cases will not have any material impact on the financial statements and no provision is required.
- e) On December 24, 2021, the ADHPL has received a demand of ₹ 5,833.00 Lakhs from Central Transmission Utility of India Limited ("CTUIL") in relation to relinquishment charges for surrender of Long Term Access rights with Power Grid Corporation of India Limited, which in the opinion of the ADHPL, is not in accordance with the methodology specified by the CERC vide Order dated March 08, 2019 in petition no. 92/MP/2015.

Based on consideration of the information available till date, the ADHPL had computed the relinquishment charges as per methodology specified by aforesaid order, along with interest, amounting to ₹ 1,632.09 Lakhs and has provided for in the books of account during the previous year.

Based on the management's assessment, no additional provision is required.

(iv) In case of BGWPL

- (a) BG Wind Power Limited has provided a bank guarantee for ₹ 8.00 Lakhs through Manikaran Analytics Limited - QCA to SLDC for Deviation Settlement Mechanism (DSM) as per RERC regulation for Forecasting and scheduling. There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard-37 as it is not probable that an outflow of resources embodying economic benefit will be required.

(v) In case of ICCSL

As per information available with the management there is no contingent liability as at March 31, 2023. However company has provided a bank guarantee in favour of Adani Green Energy Limited of ₹ 8.00 Lakhs on 03rd April 2023.

(vi) In case of NHPL

As per the information available from the management, as certified by them, there is no contingent liability as at March 31, 2023.

(vii) In case of CHYPL

As per information available with the management there is no contingent liability as at March 31, 2023.

II. Commitments

(i) In case of MPCL

- a) Malana Power Company Limited has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura substation to Nalagarh (i.e. interstate point - substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- b) Malana Power Company Limited does not have any other long term commitments of material non-cancellable contractual commitments/contracts including derivatives contract for which there were any material foreseeable losses.

(ii) In case of ADHPL

- a) AD Hydro Power Limited had entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. The ADHPL has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29,

2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss. However, during the previous year, the ADHPL had relinquished the Agreement. Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), the company shall provide 12% of its deliverable energy free of cost to GOHP. [Refer Note 29.1 (f) of MPCL Consolidated].

- b) AD Hydro Power Limited has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The ADHPL does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

(iii) In case of ICCSL

There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard-39 as it is not probable that an outflow of resources embodying economic benefit will be required.

(iv) In case of NHPL

Estimated amount of contracts remaining to be executed on capital account and not provided for as on the date of balance sheet (net of advances) are ₹ Nil (previous year ₹ Nil).

Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advance) ₹ Nil (previous year ₹ Nil).

39. OTHER DISCLOSURES:

(i) In case of holding company

- a) Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the year 2017-2018, the company has entered into share purchase agreement with its joint venture partner M/s. Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ₹ 625.00 Lakhs (Nepali 100,093,750) as against its total investment of ₹ 1,600.00 Lakhs. The due date for sale was 30th June 2018, which was extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party. The transaction of sale of share of Balephi has not yet materialized.

Therefore, the Company has made a total impairment of ₹ 1,471.61 Lakhs (Previous year impairment of ₹ 1,471.61 Lakhs) for diminution in value of investments.

(ii) In case of BGWPL:

- a) Pending execution of the renewal of PPA expired on March 31, 2019, till previous year the BGWPL has recognised revenue @ ₹ 3.14/kwh (previous PPA @ ₹ 3.69/kwh) based on the order issued by RERC vide its third amendment regulation dated 5th March 2019 for execution of the PPA to DISCOM for entire balance project life. GBI also taken at applicable rate @ 50 Paise/kwh. In the meantime, the Company has filed writ petition with Rajasthan High Court at Jaipur in this regard.

During the year, effective 1st April'2022 the BGWPL has recognised revenue @ 2.44/- kwh based on the change of mode of project from REC Mechanism to captive use vide letter no. Rajkaj Ref no. 3270407. Also refer to the decision taken by the Co-ordination committee in its meeting held on 31 December 2021 vide Ref No. RREC/REC/2021-22/D4818 dated 08 February 2022.

Due to change of mode from REC Mechanism to captive use, the differential of revenue from ₹ 3.14/kwh to ₹ 2.44/kwh recognise from 01 April 2019 to 31 March 2022 and GBI recognised for the above period has also been reversed during the financial year and charged to the statement of Profit and loss.

- b) Subsequent Event on transfer of shares to RSWM Limited. The 100% shares of the company held by Bhilwara Energy Limited has been transferred to RSWM Limited on dated 06 April 2023.

c) Operating Leases arrangements

Operating lease relate to lease of land (Wind farm for 20 MW) with a term of 19 years 11 months. During the financial year Company has recognize lease rent expense of ₹ 2.34 Lakhs (previous year ₹ 2.34 Lakhs).

(iii) In case of MPCL:

- a) In the earlier years, in respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the MPCL had bid and paid an upfront premium of ₹ 6,120.00 Lakhs. The MPCL had decided to shelve off the project as the State Hydro Power Policy was not aligned with Ministry of Environment and Forest (MOEF) Policy of Government of India which prohibits the implementation of a hydro power project in wild life /eco sensitive zone areas. In view of this, the MPCL had filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement.

The management had assessed that the amount was recoverable in full. The management had made a provision of 50% of the upfront premium i.e. ₹ 3,060.00 Lakhs and ₹ 681.84 Lakhs which was paid towards consultancy and other expenses was also provided for in the earlier years. The provision was made as the management expected

that the settlement will take long time. On April 06, 2022, the MPCL has received ₹ 6,120.00 Lakhs as full and final settlement from the Government of Himachal Pradesh. Hence, the provision of ₹ 3,060.00 Lakhs had been reversed in the previous year and the provision of ₹ 681.84 Lakhs had been written off during the previous year.

- b) The Board of Directors of the MPCL in its meeting held on August 02, 2022 and November 01, 2022 had declared an interim dividend of ₹ 5.60 and ₹ 3.00 per equity share of face value ₹ 10.00 per share amounting to ₹ 8,261.44 Lakhs and ₹ 4,425.77 Lakhs respectively.
- c) Effective April 01 2019, the Group adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 3,761.42 Lakhs as at April 01, 2019 as disclosed in Note 3. (MPCL Consol)
- d) On August 01, 2022, the MPCL has purchased the entire 12% stake i.e. 6, 71, 97,201 Equity Shares held by International Finance Corporation, Washington (IFC) in AD Hydro Power Limited for a consideration of ₹ 10,253.95 Lakhs at ₹ 15.26 per share.

e) Investment in Subsidiary and Loan to Subsidiary (ADHPL)

- i. The MPCL has investment amounting to ₹ 1,09,480.62 Lakhs (including Deemed Equity investment) in AD Hydro Power Limited (Subsidiary Company of MPCL) as on March 31, 2023. As against this, net assets of the ADHPL as on March 31, 2023 is ₹ 1,26,288.00 Lakhs. Considering the ADHPL's financial performance and taking into consideration, the future projections and expected future cash flows from ADHPL's operations, the management is of the view that there is no impairment indicator in respect to the above investments and unsecured loans and hence are considered entirely recoverable.
- ii. During the year ended March 31, 2009, the MPCL had given sub debt to ADHPL amounting to ₹ 46,380.00 Lakhs at market interest rate which was classified as Loans on transition to Ind AS based on intention of the parties at that point of time. During the prior years, the MPCL and ADHPL mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780.00 Lakhs and accumulated interest of ₹ 23,396.00 Lakhs on total debt whereby no further interest will be charged on these amounts from April 01, 2020. Further, at the discretion of ADHPL, ADHPL can repay ₹ 31,780.00 Lakhs and ₹ 23,396.00 Lakhs out of distributable profits of ADHPL and can be paid only after making dividend payments to the equity shareholders or as per the agreement signed between the MPCL, ADHPL and IFC.

Based on the above modification, the MPCL has derecognized the loan asset and accumulated interest receivable and transferred the balances to investment in ADHPL as presented under "Deemed Equity Investment." The waiver of interest and modification of terms of the sub debt are not prejudicial to the interest of the MPCL considering the parent and subsidiary relationship.

During the year ended March 31, 2022, ADHPL has suo moto repaid ₹ 5,245.13 Lakhs from deemed equity.

(iv) In case of ADHPL:

a) Impairment of Property, Plant and Equipment's

As on March 31, 2023, the ADHPL has net worth of ₹ 1,26,288.00 Lakhs (Previous Year ₹ 1,06,087.78 Lakhs) and accumulated profits of ₹ 20,343.00 Lakhs as at March 31, 2023 (Previous Year accumulated profits amounting ₹ 141.74 Lakhs). Based on nancial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that prots will continue to accrue on account of expected increase in tariff and there are no impairment indicators and hence no adjustments are required to the carrying value of property, plant and equipment on account of impairment and the ADHPL will have sufficient cash flow to meets its future obligations.

b) Dispute related to parties using the transmission line

During the earlier years, the ADHPL had raised invoices to the parties using the dedicated transmission system of the ADHPL based on capital cost of ₹ 41,661.00 Lakhs in terms of Interim Agreement entered into by the parties. However subsequently the capital cost had been challenged by one of the Parties and Central Electricity Regulatory Commission ('CERC') approved the capital cost of Transmission System at ₹ 23,892.00 Lakhs as against the capital cost submitted by the ADHPL of ₹ 41,661.00 Lakhs [on the date of commercial operation date ("COD")]/ ₹ 45,284.00 Lakhs (with additional capitalization).

The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Tariff Regulations of CERC itself. Therefore, the MPCL had filed an appeal against the CERC Order before Appellate Tribunal (APTEL) in October 2019, which is yet to come for final hearing.

However during the current year, in another proceeding, APTEL, vide order dated October 31, 2022, declared the transmission system of ADHPL as deemed Inter State Transmission System ('ISTS system') with retrospective effect and remanded the case to CERC for calculation of transmission tariff based on point of connection ("POC") mechanism. Under this mechanism, based on the management assessment supported by opinion of legal counsel, the management is of the view that the MPCL will not be subject to any further liability.

c) Title deeds of Immovable Properties not held in the name of AD Hydro Power Limited

Details of all the immovable properties (other than properties where ADHPL is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:

Relevant line in the Balance Sheet	Description of items of property	Gross carrying value	Title deeds held in the name of	Whether the title deed holder is a promoter, director or relative of # promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the ADHPL
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	2.2158 hectares	₹ 566.32 Lakhs	Concerned Landowners	No	The additional private land was purchased between 2005 to 2014	The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. The additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of ADHPL, The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Govt. Permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	0.5142 hectares	₹ 139.43 Lakhs	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

d) AD Hydro Power Limited did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

e) There are no amounts that are due to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules made thereunder.

(v) In case of ICCSL:

a) Retention and Earnest money deposit amounting to ₹ 28.58 Lakhs (previous year ₹ 28.58 Lakhs) is outstanding for recovery from various parties since long. However, the management is hopeful to recover this amount and no provision has been considered at present.

b) Security Deposit amounting to ₹ 39.60 Lakhs (previous year ₹ 4.10 Lakhs), Out of the above ₹ 4.00 Lakhs is outstanding for recovery / adjustment since 2012. However, the management is hopeful to recover this amount and no provision has been considered at present.

c) In the opinion of the Management and to the best of their knowledge and believe, the value on realization of current assets, Loan & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.

d) Balance of Trade Receivable / Payable Loans / Advances are subject to confirmation.

e) In F.Y 2011-12, PF Deposit systems were shifted to online mode from Manual submission mode. During March'12 & April'12, ICCSL has deposited the Employee's Contribution as well as its own contribution in EPFO but due to some technical issues those contributions were not reflected in the respective employees EPFO accounts. ICCSL raised the matter continuously with the EPFO authorities, as a result during financial year 2018-19, PF authorities returned the amount pertaining to above said period to ICCSL with stipulation that the ICCSL will redeposit the amount in respective employee's EPFO A/c.

Further, the ICCSL has created the liability in its books of account against the amount of EPF received from PF authority and redeposited the contribution to the extent it can trace the retrenched employees. In addition to above, there is Contribution amounting to ₹ 2.44 Lakhs which is still pending to deposit on account of non-traceability of past employees.

f) The ICCSL Assessment for A.Y. 2011-12 to A.Y. 2016-17 u/s 153(A) and A.Y. 2017-18 u/s 143(3) has been completed during the previous year 2018-19. The ICCSL has filed the appeal with Commissioner Appeal for A.Y. 2012-13, A.Y. 2013-14, A.Y. 2014-15 & A.Y. 2017-18 against the impugned order of the Deputy Commissioner of Income Tax passed u/s 153(A) of the Income Tax Act. The CIT appeal had passed the order dated 30.04.2019 in favour of the ICCSL, the refund for the A.Y. 2014-15 had been received. During the FY 2022-23 ICCSL received

refund order for AY 2011-12 and AY 2016-17, now only ₹ 5.55 Lakhs is outstanding in TDS amount pertaining to previous years on or before AY 2016-17. TDS receivable amount pertaining to these assessment years are not adjusted by the ICCSL in the books of accounts.

(vi) In case of NHPL:

- a) The project of NHPL is on hold for quite some time due to suspension of environment clearance by Hon'ble National Green Tribunal and thereafter Wildlife Institute of India (WII) in its report has mentioned that project could not be undertaken at the project site.

As per directions of Hon'ble Supreme Court, arbitration notice was sent to GoAP and have also indicated the name of arbitrator. Simultaneously, efforts were initiated to settle the issue by mutual negotiations.

As the project is not doable any more, NHPL has decided not to implement the project and sought the refund of upfront premium of ₹ 2,546.80 Lakhs from GoAP invoking the clauses of MoA and presently the matter is under litigation with GoAP.

Accordingly, the Board of Directors of NHPL on dated 15th June 2022 decided to write-off Capital Work-in-Progress (CWIP) including pre-operative expenses net of waiver of loan from Holding Company (Bhilwara Energy Limited (BEL)) and charged to the statement of profit & loss (shown under exceptional items) during the year except the upfront premium paid.

- b) The Information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("The Act") have been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. The information has been relied upon by the auditors.

c) Impairment review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the NHPL at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets.

The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:-

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

- d) The Board of NHPL in their meeting held on 07th February 2023 has approved the reduction of share capital of the company from present level of ₹ 10,000.00 Lakhs divided into ₹ 1,000.00 Lakhs equity shares of ₹ 10.00 each fully paid-up to ₹ 5.00 Lakhs divided into 50,000 equity shares of ₹ 10.00 each fully paid-up of the NHPL by cancellation and extinguishment of issued, subscribed and paid-up equity share capital of ₹ 9,995.00 Lakhs. This was subsequently approved by the shareholders of the NHPL in their meeting held on 24th February 2023.

The Petition for the Reduction of Share Capital has been filed before the NCLT on March 13, 2023. Presently, it's under process.

(vii) In case of CHYPL:

- a) The Board, in order to realign the relation between assets and share capital of the Company and to accurately and fairly reflect the assets and liabilities of the Company in its books of accounts and for better presentation of the financial position of the Company, decided to reduce its share capital from ₹ 10.00 per share to ₹ 5.00 per share and accordingly filed an application with NCLT after getting requisite approval from the shareholders in the Extra Ordinary General Meeting held on 15th December, 2017.

The Hon'ble NCLT vide its order dated 08th August, 2018 approved the reduction of paid up share capital ₹ 6,000.00 Lakhs divided into 600.00 Lakhs share of ₹ 10.00 each to ₹ 3,000.00 Lakhs divided into 600.00 Lakhs share of ₹ 5.00 each.

b) Material Uncertainties relating to going concern

The CYHPL has written off Capital Work in progress during the financial year 2017-2018 ₹ 2,713.18 Lakhs on account of board decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to the below main reasons/events.

Delay and uncertainty in project execution

Local Unrest - The CYHPL has closed the project office and stop all site activities again due to continuous unrest from the local villagers and habitants from the villages of Project Area. Security and safety issues of the employees and other assets of the company have also become important now.

Protests & representations by the local panchayats and Sangharsh Samiti are continued.

The State Pollution Control Board has not been able to conduct the public hearing for the project in last two years despite the completion of all formalities from our side.

Long Delay in Government Approvals and licenses lapse

The proposal for forest clearance lying pending with the office of the Nodal Officer, State Forest Department, Shimla for want of FRA Certificates for almost two & half years.

The applications for NOC from Ministry of Home Affairs was submitted by us to Government of Himachal Pradesh vide our letter dated July 27, 2011.

It's a border area project and requires the clearance from Ministry of Defence, Government of India. The application for NOC from Ministry of Defence was filed on December 20, 2012 TEC and TOR from MoEF has expired or is expiring shortly.

Since the project is not to be executed purely on account of various social-legal issues neither in the control of the CYHPL nor in the control of local administration/authorities, the company requested for refund of security deposit and upfront premium paid for the project amounting to ₹ 3,969.45 Lakhs. In response to the request dated February 01, 2018 the Government has not considered the request of Company for surrender of the Project and refund of the Premium and Security. However, GoHP mentioned that the CYHPL can apply for the extension in time lines without levy of the extension fees till the ground situation become favorable towards implementation of Hydro Electric Projects. The CYHPL on February 16, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of the CYHPL nor in the control of local administration/authorities.

GoHP vide Notification dated November 03, 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed on November 14, 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL.

During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project. The said committee discussed the Sutlej Valley projects on February 18, 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same. This CYHPL was incorporated as a Special Purpose Vehicle for above said 180MW HEP project and is a wholly owned subsidiary of Bhilwara Energy Limited (BEL) with no external debt.

(viii) In case of BJCL, Nepal:

a) Going Concern

The Financial Statements are prepared on the assumption that the BJCL is a going concern.

b) Current (Income) Tax

Provision for current (income) tax is recognised as per applicable provisions of Income Tax Act 2058 & Rules, 2059 along with amendments that are applicable in particular income year.

c) Exchange rate

Transactions in foreign currency are recognized at the exchange rates prevailing on the date of transactions. All monetary items in balance sheet which are required to be settled in foreign currency are translated applying exchange rates prevailing on the balance sheet date.

d) Pre-operating expenses have been booked in expenses pertaining to capitalization since the company is in construction phase and it will be capitalized accordingly at the same time as the power production will commence.

e) Mr. Trilock Chandra Agrawal, Mr. Subhash Chandra Sanghai & Mr. Ashok Kumar Agrawal has given personal Bank Guarantee of ₹ 88.50 Lakhs through Sunrise Bank to Nepal Electricity Authority on behalf of company for the PPA purpose.

40. The company is operating 14 MW (7 WTGs of 2 MW each) wind power project in Maharashtra since March 2014. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

41. RELATED PARTY DISCLOSURES

a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Malana Power Company Limited (MPCL)	- Subsidiary
ii.	AD Hydro Power Limited (ADHPL)	- Subsidiary of a fellow Subsidiary(MPCL)
iii.	Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
iv.	BG Wind Power Limited (BGWPL)	- Subsidiary
v.	NJC Hydro Power Limited (NHPL)	- Subsidiary
vi.	Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary
viii.	Replus Engitech Private Limited. (REPL)	- Subsidiary (w.e.f 06 th March 2023)

b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture.

- i. HEG Limited
- ii. Statkraft Holding Singapore PTE Limited
- iii. Statkraft Market Private Limited, India
- iv. Statkraft Invest Asia Pte. Limited, Singapore
- v. Statkraft India Private Limited
- vi. RSW Inc.

c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

- i. Mr. Ravi Jhunjunwala
- ii. Mr. Riju Jhunjunwala
- iii. Mr. Rishabh Jhunjunwala
- iv. Mrs. Rita Jhunjunwala

d) Key Management Personnel and their relatives

In case of holding companies:

i.	Mr. Ravi Jhunjunwala	- Chairman
ii.	Mr. Riju Jhunjunwala	- Managing Director
iii.	Mr. Rishabh Jhunjunwala	- Managing Director
iv.	Mr. Krishna Prasad	- Chief Financial Officer
v.	Mr. Ravi Gupta	- Company Secretary

In case of subsidiaries:

- i. Mr. O.P. Ajmera (Director in NHPL, CYHPL, BGWPL & ICCSL and Executive Director, CEO and CFO in MPCL and Director, CFO in ADHPL)
- ii. Mr. Pankaj Kapoor (Manager, ADHPL)
- iii. Mr. Arvind Gupta (Company Secretary, MPCL & ADHPL), Cessation on 01st March 2023
- iv. Mr. Ankur Vijay (Company Secretary, MPCL & ADHPL), w.e.f. May 01, 2023
- v. Mr. Ravi Gupta (Company Secretary, NHPL) - Cessation on 1st May 2023
- vi. Mr. Krishna Prasad (Chief Financial Officer, NHPL)
- vii. Mr. Sushil Kumar (Chief Financial Officer, CYHPL)
- viii. Mr. Pradeep Kumar Sharma (Manager, CYHPL)
- ix. Mr. Naveen Kumar Vaid (Company Secretary, CYHPL) - w.e.f. 29th April 2022
- x. Mr. Rahul Sharma (Chief financial Officer, BGWPL)
- xi. Mrs. Poonam Gupta (Manager, BGWPL)-w.e.f. 29th October 2021
- xii. Mr. Naveen Kumar Vaid (Company Secretary, BGWPL) - w.e.f. 07th May 2022
- xiii. Mr. Jainender Kardam (Manager, NHPL) - Cessation on 31st December 2021
- xiv. Mrs. Kakoli Sengupta (Manager, BGWPL) - Cessation on 30th April 2021
- xv. Mr. Amit Chauhan (Company Secretary, CYHPL) - Cessation on 25th August 2021
- xvi. Mr. Naveen Kumar Vaid (Company Secretary, CYHPL) - Cessation on 06th May 2022
- xvii. Mr. Ravi Gupta (Company Secretary, CYHPL)-w.e.f. 02nd May 2023
- xviii. Mr. Hiren Pravin Shah (Director & CEO, REPL)
- xix. Mr. Ankur Khaitan (Non-Executive Director, REPL)
- xx. Mr. Ankit Kanchal (Non-Executive Director, REPL)

e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

- i. RSWM Limited (RSWML)
- ii. HEG Limited (HEGL)
- iii. Maral Overseas Limited(MOL)
- iv. BMD Private Limited(BMD)
- v. Bhilwara Technical Textiles Limited(BTTL)
- vi. Bhilwara Info Technology Limited(BITL)
- vii. Bhilwara Services Private Limited(BSPL)
- viii. BSL Limited(BSL)
- ix. LNJ Financial Services Limited(LNJFSL)
- x. Investors India Limited(IIL)

f) Trust under common control

- i. Malana Power Company Limited Employees Gratuity Trust
- ii. Malana Power Company Limited Sr. Executive Company Superannuation Scheme Trust
- iii. AD Hydro Power Limited Employees Group Gratuity Trust
- iv. AD Hydro Power Limited Sr. Executive Company Superannuation Scheme Trust

With parties referred to in item (a) above

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Guarantees given by the company		
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited*	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited*	4,300.00	4,300.00
Guarantee given by the MPCL on behalf of AD Hydro Power Limited	-	815.07

*On subsequent transfer of M/s BG Wind Power Limited to RSWM Limited on dated 6th April 2023, the Corporate Guarantee is no longer subsist pursuant to quadripartite agreement executed with lenders of BG Wind Power Limited.

With parties referred to in item (b) above

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Reimbursement of expenses paid by MPCL to HEG	10.73	2.48
Amount Paid by ADHPL to Statkraft Market private limited, India towards trade margin	28.09	32.44
Amount Paid by MPCL to Statkraft Market private limited, India towards trade margin	19.02	17.36

With parties referred to in item (c) above

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Remuneration paid to Mr. Ravi Jhunjunwala by MPCL	550.00	314.94
Rent paid to Mr. Riju Jhunjunwala by MPCL	20.49	19.50
Rent paid to Mr. Rishabh Jhunjunwala by MPCL	20.49	19.50
Remuneration paid to Mr. Riju Jhunjunwala by BEL	98.30	50.40
Remuneration paid to Mr. Rishabh Jhunjunwala by BEL	98.30	50.40

With parties referred to in item (d) above, other than those included in (c) above

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Rent paid to Mrs. Rita Jhunjunwala by MPCL	21.11	20.09
Remuneration paid to Mr. Pankaj Kapoor by ADHPL	38.46	35.03
Remuneration to Mr. Arvind Gupta by MPCL	26.76	24.46
Remuneration to Mr. O P Ajmera by MPCL	396.00	269.55
Remuneration paid to Mr. Ravi Gupta by BEL	40.83	36.98
Remuneration paid to Mr. Krishna Prasad by BEL	32.87	29.74
Remuneration to Mr. Sushil Kumar CYHPL	10.43	9.64
Remuneration to Mr. Amit Chauhan by CYHPL	-	1.51
Remuneration to Mr. Pradeep Kumar Sharma by CYHPL	22.87	21.43
Remuneration to Mr. Naveen Vaid by CYHPL	0.11	-
Remuneration to Mr. Jainender Kardam by NHPL	-	55.87
Remuneration to Mrs. Srishti Saxena by BGWPL	-	3.66
Remuneration to Mr. Naveen Vaid by BGWPL	4.87	-
Remuneration to Mrs. Poonam Gupta by BGWPL	0.46	2.41
Remuneration to Mrs. Kakoli Sengupta by BGWPL	-	0.63
Remuneration to Mr. Rahul Sharma by BGWPL	7.70	6.87

With parties referred to in item (e) above

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Reimbursement of expenses paid to RSWM by ICCSL	13.33	15.46
Consultancy Services provided to RSWM by ICCSL	162.84	54.28
Reimbursement of expenses paid to RSWM by BEL	5.02	4.45
Reimbursement of expenses paid by RSWM to BEL	2.54	1.32
Reimbursement of expenses paid by BEL to HEG	2.71	0.17
Reimbursement of insurance expenses by HEG Ltd. To ICCSL	4.92	1.38
Reimbursement of expenses paid by BSL to BEL	0.44	0.10
Reimbursement of expenses paid by BMD Ltd. To BEL	-	0.46
Reimbursement of expenses paid by MPCL to RSWM	13.99	14.77
Rent paid to RSWM by BEL	7.16	7.16
Rent paid to RSWM by ICCSL	11.00	11.00
Rent paid to RSWM by MPCL	16.71	16.71

With parties referred to in item (f) above

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Addition in contribution MPCL Employee Group Gratuity Trust	9.66	1.28
Addition in contribution MPCL Senior Executive Group Superannuation Trust	89.05	9.40
Benefits paid on behalf of MPCL Employee Group Gratuity Trust	90.84	2.57
Contribution towards Employees Group Gratuity Trust-ADHPL	-	17.95
Contribution towards Sr. Executive Group Superannuation Scheme Trust-ADHPL	9.00	3.00
Benefits paid on behalf of ADHPL Employee Group Gratuity Trust	11.26	0.86

Outstanding from Persons referred to in (b)
I. In case of MPCL:

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balances Receivable at the year-end:		
- Statkraft Market Private Limited	113.89	394.79

II. In case of ADHPL:

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balances Receivable at the year-end:		
- Statkraft Market Private Limited	232.07	1,136.19

III. In case of ICCSL:

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balances Payable at the year-end:		
RSWM Ltd.	-	-
Balances Receivable at the year-end:		
RSWM Ltd.	12.42	12.42

Outstanding from Persons referred to in (c) & (d)
I. In case of holding company:

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balances Receivable at the year-end:		
Mr. Krishna Prasad- Home Loan	0.17	2.17

Security Deposit / Advance from Persons referred to in (c) & (d)
I. In case of holding company:

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Mr. Krishna Prasad - Security Deposit for Car	5.23	4.87
Mr. Ravi Gupta-Security Deposit for Car	4.34	3.98

II. In case of BGWPL: (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Mr. Rahul Sharma-Home Loan	-	0.80

III. In case of CYHPL: (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Mr. Sushil Kumar-Home Loan	1.93	2.73

Outstanding from Persons referred to in (c) & (d)

I. In case of MPCL: (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balances Payable at the year-end:		
Commission payable to Mr. Ravi Jhunjhunwala	369.00	139.40
Commission payable to Mr. Om Prakash Ajmera	121.00	-

42. COMPENSATION OF KEY MANAGERIAL PERSONNEL #

I. In case of holding company:

Particulars	As at March 31, 2023 (₹ in Lakhs)				
	Mr. Riju Jhunjhunwala (Managing Director)	Mr. Rishabh Jhunjhunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	91.78	91.78	37.09	29.97	250.62
Defined Contribution Plan					
- PF	6.52	6.52	2.04	1.58	16.66
- NPS	-	-	1.70	1.32	3.02
Total	98.30	98.30	40.83	32.87	270.30

Particulars	As at March 31, 2022 (₹ in Lakhs)				
	Mr. Riju Jhunjhunwala (Managing Director)	Mr. Rishabh Jhunjhunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	45.00	45.00	35.17	28.34	153.51
Defined Contribution Plan	5.40	5.40	1.81	1.40	14.01
Total	50.40	50.40	36.98	29.74	167.52

II. In case of MPCL:

Particulars	As at March 31, 2023 (₹ in Lakhs)			
	Mr. Ravi Jhunjhunwala (CMD)	Mr. O P Ajmera (CEO & CFO)**	Mr. Arvind Gupta (CS)*	Total
Short Term Benefit##	538.00	381.00	24.00	943.00
Defined Contribution Plan	12.00	15.00	3.00	30.00
Total	550.00	396.00	27.00	973.00

Particulars	As at March 31, 2022 (₹ in Lakhs)			
	Mr. Ravi Jhunjhunwala (CMD)	Mr. O P Ajmera (CEO & CFO)**	Mr. Arvind Gupta (CS)*	Total
Short Term Benefit##	303.12	256.07	21.93	581.12
Defined Contribution Plan	11.82	13.48	2.53	27.83
Total	314.94	269.55	24.46	608.95

**Out of total remuneration paid to Mr. O P Ajmera, ₹ 83.00 Lakhs (Previous year ₹ 75.31 Lakhs) has been recovered from Bhilwara Energy Limited.

##Excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

III. In case of ADHPL:*

Particulars	As at March 31, 2023 (₹ in Lakhs)	As at March 31, 2022 (₹ in Lakhs)
	Manager	Manager
	Mr. Pankaj Kapoor	Mr. Pankaj Kapoor
Short Term Benefit #	36.65	33.41
Defined Contribution Plan	1.81	1.61
Total	38.46	35.03

*The remuneration of KMPs (CFO and CS) is being drawn from the Holding company M/s Malana Power Company Limited.

#does not include post-employment benefits and other long term employee benefits as these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

IV. In case of CYHPL:

Particulars	As at March 31, 2023 (₹ in Lakhs)			
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)*	Total
Short Term Benefits	10.43	22.87	0.11	33.41
Defined Contribution Plan	-	-	-	-
Total	10.43	22.87	0.11	33.41

Particulars	As at March 31, 2022 (₹ in Lakhs)			
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)*	Total
Short Term Benefits	9.64	21.43	1.51	32.58
Defined Contribution Plan	-	-	-	-
Total	9.64	21.43	1.51	32.58

V. In case of BGWPL:

Particulars	As at March 31, 2023 (₹ in Lakhs)			
	Mr. Rahul Sharma (CFO)	Mrs. Poonam Gupta (Manager)	Mr. Naveen Vaid (CS)	Total
Short Term Benefits	7.70	0.46	4.87	13.03
Defined Contribution Plan	-	-	-	-
Total	7.70	0.46	4.87	13.03

Particulars	As at March 31, 2022 (₹ in Lakhs)				
	Mr. Rahul Sharma (CFO)	Mrs. Poonam Gupta (Manager)	Mrs. Kakoli Sengupta (Manager)	Ms. Srishti Saxena (CS)*	Total
Short Term Benefits	6.87	2.41	0.63	3.66	13.57
Defined Contribution Plan	-	-	-	-	-
Total	6.87	2.41	0.63	3.66	13.57

VI. In case of NHPL:

Particulars	As at March 31, 2023 (₹ in Lakhs)				As at March 31, 2022 (₹ in Lakhs)			
	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total
Short Term Benefits	-	-	-	-	55.87	-	-	55.87
Total	-	-	-	-	55.87	-	-	55.87

*The remuneration of KMPs (CFO and CS) is being drawn from the Holding company M/s Bhilwara Energy Limited.

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS19 - Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

I. In case of BJCL, Nepal:

Name	Relation	As at March 31, 2023 (₹ in Lakhs)
Purshottam Lal Sanghai	Shareholder	Payable of ₹ 5.98 Lakhs
Subash Chandra Sanghai	Shareholder	Payable of ₹ 15.23 Lakhs to Subhash Chandra Sanghai
Govind Lal Sanghai	Shareholder	Payable of ₹ 53.03 Lakhs to Govind Lal Sanghai
Mega Star Reality Private Limited	Two Common Directors	Receivable of ₹ 45.10 Lakhs for payment of advance to purchase land
Triveni Hydro Power Private Limited	Shareholder	Payable of ₹ 106.53 Lakhs
Green Ventures Limited	Common Shareholder	Payable of ₹ 29.38 Lakhs

Name	Relation	As at March 31, 2022 (₹ in Lakhs)
Purshottam Lal Sanghai	Shareholder	Payable of ₹ 5.98 Lakhs
Subash Chandra Sanghai	Shareholder	Payable of ₹ 15.23 Lakhs to Subhash Chandra Sanghai
Govind Lal Sanghai	Shareholder	Payable of ₹ 53.03 Lakhs to Govind Lal Sanghai
Mega Star Reality Private Limited	Two Common Directors	Receivable of ₹ 45.10 Lakhs for payment of advance to purchase land
Triveni Hydro Power Private Limited	Shareholder	Payable of ₹ 106.53 Lakhs
Green Ventures Limited	Common Shareholder	Payable of ₹ 29.38 Lakhs

43. DEFINED CONTRIBUTION PLAN

I. In case of holding company (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Employer's Contribution to provident fund	17.63	15.02
Employer's Contribution to NPS fund	3.02	-
Total	20.65	15.02

II. In case of MPCL Consol:

i. Defined contribution plan

a. Superannuation Fund

The Group makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Group. The Group does not carry any further obligations, apart from the contributions made on a monthly basis. The Group has recognized ₹ 19.00 Lakhs (previous year ₹ 13.60 Lakhs) in the MPCL Consolidated statement of profit and loss account. (Refer Note 23 MPCL Consol).

b. Provident Fund

The Group makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme the group is required to contribute a specified percentage of the payroll costs to fund the benefits. The group recognized ₹ 127.00 Lakhs (previous year ₹ 119.79 Lakhs) in the MPCL consolidated statement of profit and loss account. (Refer note 23 MPCL Consol)

ii. Details of defined benefit plan and long term employee benefit plan

a. Gratuity Fund

The Group has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the group. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognized insurer managed funds in India. The group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

b. Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

III. In case of ICCSL:

Defined benefit plan

Disclosures including sensitivity analysis in respect of gratuity and leave encashment have been made as per the valuation of employee benefit done for the year ended March 31, 2023.

44. EMPLOYEE BENEFITS PLAN

I. Gratuity

Economic Assumptions (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumption (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
iii) Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 Years	1.00%	1.00%

1 Assets / Liability (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
A Present value of obligation	980.32	860.97
B Fair value of plan assets	866.70	855.67
C Net assets / (liability) recognized in balance sheet as provision	(113.62)	(5.30)

Date Ending (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the end of the period	980.32	860.97

2 Service Cost (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current Service Cost	57.11	54.47
b) Past Service Cost including curtailment Gains/Losses	-	-
c) Gains or Losses on Non routine settlements	-	-
d) Total Service Cost	57.11	54.47

3 Net Interest Cost (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Interest Cost on Defined Benefit Obligation	62.19	53.16
b) Interest Income on Plan Assets	61.78	55.93
c) Net Interest Cost (Income)	0.41	(2.77)

4 Change in Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Present value of obligation as at the beginning of the period	860.97	777.43
b) Acquisition adjustment	-	-
c) Interest Cost	62.45	53.16
d) Service Cost	57.11	54.47
e) Past Service Cost including curtailment Gains/Losses	-	-
f) Benefits Paid	(36.37)	(19.62)
g) Total Actuarial (Gain)/Loss on Obligation	36.16	(4.47)
h) Present value of obligation as at the End of the period	980.32	860.97

5 Bifurcation of Actuarial Gain/Loss on Obligation (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(5.93)	(24.03)
c) Actuarial (Gain)/Loss on arising from Experience Adjustment	47.15	25.43
6 Actuarial Gain/Loss on Plan Asset (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
a) Expected Interest Income	61.78	55.93
b) Actual Income on Plan Asset	28.95	52.29
c) Actuarial gain/(loss) for the year on Asset	(32.83)	(3.64)
7 Balance Sheet and related analysis (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
a) Present Value of the obligation at end	980.32	860.97
b) Fair value of plan assets	866.70	852.09
c) Unfunded Liability/provision in Balance Sheet	(113.62)	(8.88)
8 The amounts recognized in the income statement (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
a) Total Service Cost	57.11	54.47
b) Net Interest Cost	0.41	(2.76)
c) Expense recognized in the Income Statement	57.52	51.71
9 Other Comprehensive Income (OCI) (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
a) Net cumulative unrecognized actuarial gain/(loss) opening	-	-
b) Actuarial gain / (loss) for the year on PBO	(36.43)	4.52
c) Actuarial gain/(loss) for the year on Asset	(32.83)	(3.64)
d) Unrecognized actuarial gain/(loss) for the year	(69.26)	0.88
10 Change in plan assets (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
a) Fair value of plan assets at the beginning of the period	855.67	818.07
b) Actual return on plan assets	29.22	51.84
c) Employer contribution	18.45	4.82
d) Benefits paid	(36.64)	(19.06)
e) Fair value of plan assets at the end of the period	866.70	855.67
11 Major categories of plan assets (as percentage of total plan assets) (₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
a) Government of India Securities	-	-
b) State Government securities	-	-
c) High Quality Corporate Bonds	-	-
d) Equity Shares of listed companies	-	-
e) Funds Managed by Insurer	100%	100%
f) Bank Balance	-	-
Total	100%	100%

12 Change in Net Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Net defined benefit liability at the start of the period	8.88	(40.55)
b) Acquisition adjustment	-	-
c) Total Service Cost	57.11	54.47
d) Net Interest cost (Income)	0.67	(2.76)
e) Re-measurements	68.99	(0.83)
f) Contribution paid to the Fund	(16.15)	(1.28)
g) Benefit paid directly by the enterprise	-	(0.16)
h) Net defined benefit liability at the end of the period	119.51	8.88

13 Bifurcation of PBO at the end of year in current and non-current (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current liability (Amount due within one year)	259.50	190.99
b) Non-Current liability (Amount due over one year)	720.82	669.98
c) Total PBO at the end of year	980.32	860.97

14 Expected contribution for the next Annual reporting period (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Service Cost	56.32	37.97
b) Net Interest Cost	9.02	(0.23)
c) Expected Expense for the next annual reporting period	65.34	37.74

15 Sensitivity Analysis of the defined benefit obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) Impact of the change in discount rate	
Present Value of Obligation at the end of the period	980.32
a) Impact due to increase of 0.50%	(36.81)
b) Impact due to decrease of 0.50 %	39.57
b) Impact of the change in salary increase	
Present Value of Obligation at the end of the period	980.32
a) Impact due to increase of 0.50%	40.01
b) Impact due to decrease of 0.50 %	(37.53)

16 Maturity Profile of Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) 0 to 1 Year	259.50
b) 1 to 2 Year	21.01
c) 2 to 3 Year	33.53
d) 3 to 4 Year	17.56
e) 4 to 5 Year	20.26
f) 5 to 6 Year	44.95
g) 6 Year onwards	583.51

II. Leave Encashment
Economic Assumptions (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumptions		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
i) Retirement Age (Years)	60 Years	60 Years	
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012 - 14)	100 % of IALM (2012 - 14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	
Up to 30 Years	3.00%	3.00%	
From 31 to 44 years	2.00%	2.00%	
Above 44 years	1.00%	1.00%	
iv) Leave			
Leave Availment Rate	2.50%	-	
Leave Lapse rate while in service	Nil	-	
Leave Lapse rate on exit	Nil	-	
Leave encashment Rate while in service	Nil	-	
1 Assets / Liability			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
A Present value of obligation	489.54	440.42	
B Fair value of plan assets	-	-	
C Net assets / (liability) recognized in balance sheet as provision	(489.54)	(440.42)	
Date Ending			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
Present value of obligation as at the end of the period	489.54	440.42	
2 Service Cost			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Current Service Cost	39.90	31.70	
b) Past Service Cost including curtailment Gains/Losses	-	-	
c) Gains or Losses on Non routine settlements	-	-	
d) Total Service Cost	39.90	31.70	
3 Net Interest Cost			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Interest Cost on Defined Benefit Obligation	31.98	28.85	
b) Interest Income on Plan Assets	-	-	
c) Net Interest Cost (Income)	31.98	28.85	
4 Table showing Change in Benefit Obligation			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Present value of obligation as at the beginning of the period	440.42	421.39	
b) Acquisition adjustment	-	-	
c) Interest Cost	31.98	28.85	
d) Service Cost	39.90	31.70	
e) Past Service Cost including curtailment Gains/Losses	-	-	
f) Benefits Paid	(24.30)	(11.47)	
g) Total Actuarial (Gain)/Loss on Obligation	1.55	(30.06)	
h) Present value of obligation as at the End of the period	489.54	440.42	

5	Actuarial Gain/Loss on Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
	b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(5.95)	(17.81)
	c) Actuarial (Gain)/Loss on arising from Experience Adjustment	8.24	(13.00)
6	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	-	-
	b) Actual Income on Plan Asset	-	-
	c) Actuarial gain /(loss) for the year on Asset	-	-
7	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	489.54	440.42
	b) Fair value of plan assets	-	-
	c) Unfunded Liability/provision in Balance Sheet	(489.54)	(440.42)
8	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	39.90	31.70
	b) Net Interest Cost	31.98	28.85
	c) Net actuarial (gain) / loss recognized in the period	1.55	(30.06)
	d) Expense recognized in the Income Statement	73.42	30.49
9	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	-	-
	b) Actual return on plan assets	-	-
	c) Employer contribution	-	-
	d) Benefits paid	-	-
	e) Fair value of plan assets at the end of the period	-	-
10	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-

11 Change in Net Defined Benefit Obligation		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Net defined benefit liability at the start of the period	440.42	421.39	
b) Acquisition adjustment	-	-	
c) Total Service Cost	39.90	31.70	
d) Net Interest cost (Income)	31.98	28.85	
e) Re-measurements	1.55	(30.06)	
f) Contribution paid to the Fund	-	-	
g) Benefit paid directly by the enterprise	(24.30)	(11.47)	
h) Net defined benefit liability at the end of the period	489.54	440.42	
12 Bifurcation of PBO at the end of year in current and non- current		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Current liability (Amount due within one year)	86.88	65.59	
b) Non-Current liability (Amount due over one year)	402.67	374.83	
c) Total PBO at the end of year	489.54	440.42	
13 Expected contribution for the next Annual reporting period		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Service Cost	34.02	22.01	
b) Net Interest Cost	34.25	27.26	
c) Expected Expense for the next annual reporting period	68.27	49.27	
14 Sensitivity Analysis of the defined benefit obligation		(₹ in Lakhs)	
Particulars	As at March 31, 2023		
a) Impact of the change in discount rate			
Present Value of Obligation at the end of the period	489.54		
a) Impact due to increase of 0.50%	(21.79)		
b) Impact due to decrease of 0.50 %	23.54		
b) Impact of the change in salary increase			
Present Value of Obligation at the end of the period	489.54		
a) Impact due to increase of 0.50%	23.75		
b) Impact due to decrease of 0.50 %	(22.15)		
15 Maturity Profile of Defined Benefit Obligation		(₹ in Lakhs)	
Particulars	As at March 31, 2023		
a) 0 to 1 Year	86.88		
b) 1 to 2 Year	12.08		
c) 2 to 3 Year	18.15		
d) 3 to 4 Year	8.68		
e) 4 to 5 Year	10.48		
f) 5 to 6 Year	24.47		
g) 6 Year onwards	328.80		

45. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2023 and March 31, 2022.

I. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Variable rate borrowings	6,421.77	9,295.81
Fixed rate borrowings	224.01	7,778.64
Total	6,645.78	17,074.45

ii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2023 and March 31, 2022.

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Effect on Profit if Interest Rate - decrease by 25 basis points	11.38	16.47
Effect on Profit if Interest Rate - increases by 25 basis points	(11.38)	(16.47)

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

II. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any interest risk exposure as on 31st March 2023 on there is no outstanding borrowing as on 31st March 2023.

- Foreign currency exposure outstanding as at Balance Sheet date: - NIL.
- Un-hedged foreign currency exposures as at Balance Sheet date: - NIL.

III. Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the group and the company doesn't deal in commodities.

IV. Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	320.90	-	320.90	217.89	-	217.89
Investments	-	-	-	0.08	-	0.08
Advance for Bara Banghal	-	-	-	6,801.84	681.84	6,120.00
Trade Receivables	5,386.08	3.62	5,024.44	7,030.94	347.60	6683.34
Unbilled revenue	1,199.04	-	1,199.04	1,237.74	-	1,237.74
GBI claim receivable	4.01	-	4.01	178.28	-	178.28
Interest accrued on bank deposits	37.72	-	37.72	26.88	-	26.88

(Contd.)

(₹ in Lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Cash and cash equivalents	8,630.10	-	8,630.10	2,075.95	-	2,075.95
Bank balances	14,846.98	-	14,846.98	6,276.17	-	6,276.17
Deposit with maturity more than 12 month	3.40	-	3.40	3.40	-	3.40
Amount deposits under protest	35.00	35.00	-	35.00	35.00	-
Advance recoverable from HPSEBL	2,263.00	-	22.63	1,870.04	-	1,870.04
Retention Money	28.58	-	28.58	28.58	-	28.58
Loan to employees	67.32	-	67.32	70.54	-	70.54
Advances recoverable in cash or kind	57.76	-	57.76	57.76	-	57.76

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers which are state government run power utility majors. Hence company has not provided for any discounting on time value of money.

b) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2023

(₹ in Lakhs)

Particulars	Less than 3 months	3 to 6 months	6 to 12 months	12 Months to 3 Years	More than 3 Years	Total
Borrowings	120.59	121.24	946.48	809.98	4,647.49	6645.78
Security deposits from employees	0.22	0.44	0.44	5.02	3.87	9.99
Sundry deposit	70.21	-	40.50	-	-	110.71
Creditors for capital expenditure	11.77	-	-	-	-	11.77
Other payable	309.46	-	-	351.23	40.00	700.69
Trade payables	41.21	16.29	2,775.00	98.00	447.75	3378.25
Expenses payable	72.56	-	0.76	0.12	-	73.44
Interest accrued but not due on loan from financial institution	3.17	-	-	-	-	3.17

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2022

(₹ in Lakhs)

Particulars	Less than 3 months	3 to 6 months	6 to 12 months	12 Months to 3 Years	More than 3 Years	Total
Borrowings	785.41	308.49	7,965.75	2,725.43	6,397.55	18,182.63
Security deposits from employees	0.17	0.19	4.87	3.88	-	9.11
Sundry deposit	-	-	45.23	-	-	45.23
Creditors for capital expenditure	-	-	6.74	-	-	6.74
Other payable	291.11	-	0.21	40.00	-	331.32
Trade payables	29.41	-	1,890.58	124.30	79.21	2,123.50
Expenses payable	21.72	0.26	0.98	0.10	-	23.06
Interest accrued but not due on loan from financial institution	-	-	156.35	-	-	156.35
Interest accrued but not due on loan from Group of Com	522.41	-	-	-	-	522.41

46. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Lakhs)

Particulars	As at March 31, 2023				As at March 31, 2022			
	FVPL	FVOCI	Amortised cost	Fare Value	FVPL	FVOCI	Amortised cost	Fare Value
Financial assets								
Security deposits	-	-	320.90	320.90	-	-	217.89	217.89
Investments	-	-	-	-	0.08	-	-	0.08
Advance for Bara Banghal project	-	-	-	-	-	-	6,120.00	6,120.00
GBI Claim receivable	-	-	4.01	4.01	-	-	178.28	178.28
Interest accrued on deposit and other	-	-	37.72	37.72	-	-	26.88	26.88
Cash and cash equivalents	-	-	8,630.12	8,630.12	-	-	2,075.95	2,075.95
Bank balances	-	-	14,846.98	14,846.98	-	-	6,276.17	6,276.17
Deposit with maturity more than 12 month	-	-	3.40	3.40	-	-	3.40	3.40
Advance recoverable from HPSEBL	-	-	2,263.00	2,263.00	-	-	1,870.04	1,870.04
Unbilled revenue	-	-	1,199.04	1,199.04	-	-	1,237.74	1,237.74
Retention Money	-	-	28.58	28.58	-	-	28.58	28.58
Loan to Employees	-	-	67.32	67.32	-	-	70.54	70.54
Advances recoverable in cash or kind	-	-	57.76	57.76	-	-	57.76	57.76
Trade receivables	-	-	5,024.44	5,024.44	-	-	6,683.34	6,683.34
Total Financial Assets	-	-	32,483.27	32,483.27	0.08	-	24,846.57	24,846.65
Financial Liabilities								
Borrowings	-	-	6,645.78	6,645.78	-	-	18,182.63	18,182.63
Security deposits from employees	-	-	9.99	9.99	-	-	9.11	9.11
Deposit from contractors and others	-	-	110.71	110.71	-	-	45.23	45.23
Creditors for capital expenditure	-	-	11.77	11.77	-	-	6.74	6.74
Other payable	-	-	700.69	700.69	-	-	331.32	331.32
Trade Payables	-	-	3,378.25	3,378.25	-	-	2,123.50	2,123.50
Expenses payable	-	-	73.44	73.44	-	-	23.06	23.06
Interest accrued but not due	-	-	3.17	3.17	-	-	678.76	678.76
Total Financial Liabilities	-	-	10,933.80	10,933.80	-	-	21,400.35	21,400.35

I. Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:-

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liability

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Particulars	Carrying amount (₹ in Lakhs)	Fair value As at March 31, 2023 (₹ in Lakhs)		
		Level 1	Level 2	Level 3
Financial assets				
Investment (quoted)	-	-	-	-
Loan to body corporate	-	-	-	-
Total	-	-	-	-
Financial liabilities				
Borrowings-Term loan and others	6,645.78	-	-	6,645.78
Borrowings-from other party	-	-	-	-
Total	6,645.78	-	-	6,645.78

Particulars	Carrying amount (₹ in Lakhs)	Fair value As at March 31, 2022 (₹ in Lakhs)		
		Level 1	Level 2	Level 3
Financial assets				
Investment (quoted)	0.08	-	-	0.08
Loan to body corporate	-	-	-	-
Total	0.08	-	-	0.08
Financial liabilities				
Borrowings	17,074.45	-	-	17,074.45
Borrowings-from other party	1,108.18	-	-	1,108.18
Total	18,182.63	-	-	18,182.63

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

47. DEFERRED TAX

i. In case of BGWPL:-

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, BGWPL has not recognized deferred tax asset to the extent of ₹ 7,845.55 Lakhs (previous year ₹ 7,024.61 Lakhs) as on March 31, 2023.

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Tax effects constituting deferred tax assets		
Unabsorbed Losses	1,255.43	962.43
Brought Forward Depreciation	4,958.63	4,215.28
Provision for Leave Encashment	1.38	1.99
Provision for Gratuity	1.65	2.65
Deferred Interest	-	76.99
Difference between tax base and book base of Property, plant and Equipment	1,628.46	1,765.28
Total deferred tax assets (a)	7,845.55	7,024.61
Tax effects constituting deferred tax liabilities	-	-
Total deferred tax liabilities (b)	-	-
Net Deferred Tax Asset (a-b)	7,845.55	7,024.61
Less: Valuation Allowance	(7,845.55)	(7,024.61)
Net Deferred tax assets	-	-

ii. **In case of BJCL:-**

Deferred taxes are recognized on temporary differences that arise among financial accounts and tax accounts. A deferred tax asset is recognized on future deductible difference whereas deferred tax liability is recognized on future taxable difference arising as on balance sheet date. In current financial year deferred tax has not been recognized as BJCL is in construction phase.

48. CORPORATE SOCIAL RESPONSIBILITY (CSR)

a) **In Case of MPCL**

Where Malana Power Company Limited covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

(₹ in Lakhs)		
Particulars	March 31, 2023	March 31, 2022
(i) Amount required to be spent by Malana Power Company Limited during the year,	148.00	150.40
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	52.00	6.19
(b) On purposes other than (a) above	96.00	46.21
(iii) Shortfall at the end of the year,	-	98.00
(iv) Total of previous years shortfall,	-	91.25
(v) Reason for shortfall,	On account of ongoing projects	On account of ongoing projects
(vi) Nature of CSR activities,	Refer Note 27(ii)	Refer Note 27(ii)
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

b) **In Case of ADHPL**

Where AD Hydro Power Limited covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

(₹ in Lakhs)		
Particulars	March 31, 2023	March 31, 2022
(i) Amount required to be spent by AD Hydro Power Limited during the year,	108.50	60.80
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	-	-
(b) On purposes other than (a) above	108.50	68.62
(iii) Shortfall at the end of the year,	-	-
(iv) Total of previous years shortfall,	-	-
(v) Reason for shortfall,		
(vi) Nature of CSR activities,	Health, Education	Health, Education
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

49. CAPITAL MANAGEMENT

a) **Risk management**

The Company's objectives when managing capital are to:-

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during 2021-2022 and 2022-2023 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Net Debt	-	16,106.68
Total equity	1,68,076.99	1,54,565.07
Net Debt to Equity Ratio	-	0.10

Loan covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

50. INTEREST IN OTHER ENTITIES:

The Group's subsidiaries as at 31 March, 2023 are set out below:-

(a) Subsidiaries

Name of subsidiary/step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on 31st March 2023 (%)	Proportion of ownership as on 31st March 2022 (%)	Principal Activity
Malana Power Company Limited	MPCL	India	51.00%	51.00%	Power generation
AD Hydro Power Limited (100% subsidiary of MPCL)	ADHPL	India	51.00%	44.88%	Power generation
BG Wind Power Limited	BGWPL	India	100.00%	100.00%	Power generation
Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%	Consultancy Services
NJC Hydro Power Limited	NHPL	India	100.00%	100.00%	Power generation
Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%	Power generation
Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%	Power generation
Replus Engitech Private Limited	REPL	India	74.00%	-	Battery based energy solutions

(b) Non-Controlling Interest (NCI)

Below is the summarized financial information for each subsidiary that has non-controlling interest that is material to the group. The amounts disclosed for each subsidiary are before the inter-company eliminations.

(₹ in Lakhs)

Summarized Balance Sheet	Malana Power Company Limited		Replus Engitech Private Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Current Assets	24,514.00	17,834.06	1,032.01	-	341.39	288.74	64.71	65.05
Current liabilities	3,968.00	4,240.14	211.88	-	352.75	281.75	280.59	279.98
Net current assets	20,546.00	13,593.92	820.13	-	(11.36)	6.99	(215.88)	(214.93)
Non-current Assets	1,33,049.00	1,37,537.57	1,467.19	-	392.18	553.48	1,644.39	1,644.61
Non-current liabilities	5,268.00	8,183.77	762.76	-	128.55	270.10	-	-
Net Non-current assets	1,27,781.00	1,29,353.80	704.43	-	263.63	283.38	1,644.39	1,644.61
Net Assets	1,48,327.00	1,42,947.72	1,524.56	-	252.27	290.37	1,428.51	1,429.68
Accumulated NCI	72,680.23	70,044.38	396.39	-	61.88	71.23	59.14	59.19

(₹ in Lakhs)

Summarized statement of Profit and loss	Malana Power Company Limited		Replus Engitech Private Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Revenue	46,333.00	36,973.69	25.04	-	505.26	423.99	-	-
Profit for the year	28,361.00	19,231.73	(51.63)	-	42.47	79.54	(1.15)	(0.40)
Other comprehensive income	(41.00)	(2.16)	1.13	-	-	-	-	-
Total Comprehensive Income	28,320.00	19,229.57	(50.50)	-	42.47	79.54	(1.15)	(0.40)
Profit allocated to NCI	13,876.80	9,422.49	(13.13)	-	10.43	19.53	(0.05)	(0.02)

(₹ in Lakhs)

Summarized cash flow	Malana Power Company Limited		Replus Engitech Private Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Group Limited, Nepal	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Cash flow from operating activities	43,768.34	23,606.00	104.86	-	104.56	(389.67)	(0.21)	0.73
Cash flow from investing activities	(2,084.39)	2,025.79	(135.80)	-	3.47	33.89	-	-
Cash flow from financing activities	(35,688.00)	(25,304.72)	282.51	-	(98.48)	323.96	-	-
Net increase/(decrease) in cash and cash equivalents	5,995.95	327.07	251.57	-	9.55	(31.82)	(0.21)	0.73

51. ADDITIONAL INFORMATION ON THE ENTITIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS AS REQUIRED UNDER SCHEDULE III OF THE ACT.

Name of the Entity in the Group	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated profit or loss	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)	As % of Total Comprehensive Income	Amount (₹ in Lakhs)
Parent								
Bhilwara Energy Limited								
31-03-2023	70.74%	41,452.31	30.03%	7,444.51	24.50%	(12.87)	30.05%	7,431.64
31-03-2022	70.00%	34,020.67	4.37%	830.11	67.45%	(5.16)	4.34%	824.95
Subsidiaries								
Indian:								
Malana Power Company Limited								
31-03-2023	253.13%	1,48,326.00	114.42%	28,361.00	79.97%	(42.00)	114.49%	28,319.00
31-03-2022	280.25%	1,36,208.87	101.23%	19,231.73	28.24%	(2.16)	101.26%	19,229.57
Indo Canadian Consultancy Services Limited								
31-03-2023	0.43%	252.27	(0.15%)	(38.12)	0.00%	-	(0.15%)	(38.12)
31-03-2022	0.60%	290.37	0.42%	79.54	0.00%	-	0.42%	79.54
Replus Engitech Private Limited								
31-03-2023	2.60%	1,524.56	(0.14%)	(33.67)	(2.15%)	1.13	(0.13%)	(32.54)
31-03-2022	0.00%	-	0.00%	-	0.00%	-	0.00%	-
BG Wind Power Limited								
31-03-2023	(6.81%)	(3,988.76)	(4.18%)	(1,036.35)	(2.59%)	1.36	(4.18%)	(1,034.99)
31-03-2022	(6.08%)	(2,953.74)	(5.58%)	(1,059.78)	3.27%	(0.25)	(5.58%)	(1,060.03)
NJC Hydro Power Limited								
31-03-2023	0.00%	(2.67)	(39.82%)	(9,869.37)	0.00%	-	(39.90%)	(9,869.37)
31-03-2022	20.30%	9,866.70	(0.24%)	(45.51)	0.00%	-	(0.24%)	(45.51)
Chango Yangthang Hydro Power Limited								
31-03-2023	5.17%	3,027.11	(0.16%)	(39.77)	0.27%	(0.14)	(0.16%)	(39.91)
31-03-2022	6.31%	3,067.03	(0.20%)	(37.37)	1.05%	(0.08)	(0.20%)	(37.45)

Name of the Entity in the Group	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated profit or loss	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)	As % of Total Comprehensive Income	Amount (₹ in Lakhs)
Foreign								
Balephi Jalvidhyut Company Limited, Nepal								
31-03-2023	2.44%	1,428.51	0.00%	(1.15)	0.00%	-	0.00%	(1.15)
31-03-2022	2.94%	1,429.68	0.00%	(0.40)	0.00%	-	0.00%	(0.40)
Elimination adjustments								
31-03-2023	(227.70%)	(1,33,422.82)	0.00%	-	0.00%	-	0.00%	-
31-03-2022	(274.33%)	(1,33,327.56)	0.00%	-	0.00%	-	0.00%	-
Total Equity								
31-03-2023	100.00%	58,596.51	100.00%	24,787.08	100.00%	(52.52)	100.00%	24,734.56
31-03-2022	100.00%	48,602.02	100.00%	18,998.32	100.00%	(7.65)	100.00%	18,990.67
Non-Controlling Interest in all the subsidiaries								
31-03-2023		73468.55		13878.48		(20.09)		13858.39
31-03-2022		73638.14		10044.65		(1.58)		10043.07

52. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Explanation*
(a) Current ratio (in times)	Total current assets	Total current liabilities	5.03	3.03	Due to increase in current asset (deposits) and corresponding decrease in current liabilities (current maturity of borrowing) resulting into major impact
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.40	1.10	Due to Prepayment of borrowing during the year resulting into major impact
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	1.55	1.27	The change in ratio is less than 25%
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	203.08%	125.71%	Increase in net profit due to increase in revenue.
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	1.60	3.13	The reduction in Open Access/ Bulk Power transmission charges resulting into major impact
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	8.34	6.25	The increase in revenue resulting into major impact
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	1.62	1.21	Increase in trade payables on account of expense incurred on surrender of bulk power transmission arrangement.
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e Total current assets Less Total Current liabilities)	2.66	4.19	Increase in revenue resulting into increase in current assets
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	68.95%	53.58%	Due to significant increase in tariff rate & prepayment of Loan resulting into increase in profit

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Explanation*
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	20.53%	15.75%	Increased significantly due to increase in tariff rate for power sale and prepayment of Loan
(k) Return on investment. (in %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

53. OTHER STATUTORY INFORMATION:

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- (ii) The Group does not have any transactions with companies struck off.
- (iii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Group has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (vi) All the title deeds of immovable properties are held in the name of the Group as at the balance sheet date except as mention in note no. 39 (iv) (c).
- (vii) The Group have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries).
- (viii) The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Group shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

54. Previous year's figures have been regrouped/reclassified wherever necessary.

As per our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 16, 2023

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

ANNUAL REPORTS
OF
SUBSIDIARIES

LIST OF ATTACHMENTS

Annual Report of Subsidiaries for the year ended 31st March, 2023

1. Malana Power Company Limited
2. AD Hydro Power Limited
3. Replus Engitech Private Limited
4. Indo Canadian Consultancy Services Limited
5. BG Wind Power Limited
6. NJC Hydro Power Limited
7. Chango Yangthang Hydro Power Limited
8. Balephi Jalvidhyut Company Limited, Nepal

ANNUAL REPORT
OF



MALANA POWER COMPANY LIMITED

CIN : U40101HP1997PLC019959

Corporate Information

CHAIRMAN - EMERITUS

Mr. L. N. Jhunjhunwala

CHAIRMAN & MANAGING DIRECTOR

Mr. Ravi Jhunjhunwala

DIRECTORS

Mr. Om Prakash Ajmera, Executive Director, CEO & CFO

Ms. Tima Iyer Utne

Mr. Rahul Varshney

Dr. Kamal Gupta

Mr. Tantra Narayan Thakur

KEY EXECUTIVES

Mr. T. K. Trehan, Plant In-Charge (Operations)

COMPANY SECRETARY

Mr. Ankur Vijay

STATUTORY AUDITORS

Deloitte Haskins & Sells LLP, Gurgaon

INTERNAL AUDITORS

M/s BGJC & Associates LLP

Chartered Accountants

New Delhi

BANKERS

ICICI Bank

HDFC Bank

REGISTERED OFFICE

Village Chauki, P.O.Jari

Distt. Kullu (H.P.) - 175 105

Phone : 01902-276074 - 78

Fax : 01902 - 276078

CORPORATE OFFICE

Bhilwara Towers

A-12, Sector - 1

Noida - 201 301 (NCR - Delhi)

Phone : 0120 - 4390000 (EPABX)

Fax : 0120 - 4277841

Website : www.malanapower.com

LIAISON OFFICE

Bhilwara Bhawan

40-41, Community Centre

New Friends Colony

New Delhi - 110 025

Phone : 011-26822997

CIN: U40101HP1997PLC019959

Directors' Report

for the Financial Year 2022-23

To
The Members
Malana Power Company Limited

Your Directors are pleased to present the **Twenty-sixth (26th) Annual Report** on the business and operations of the Company along with Audited Financial Statements for the year ended 31st March, 2023.

1. FINANCIAL PERFORMANCE

(₹ in Millions)

Particulars	Standalone		Consolidated	
	For the financial year ended		For the financial year ended	
	31st March 2023	31st March 2022	31st March 2023	31st March 2022
Revenue from operations	1481.10	1139.30	4633.30	3697.37
Other Income	149.60	552.40	168.30	467.68
Total Revenue	1630.70	1691.69	4801.60	4165.05
Operating and Administrative Expenses	452.000	398.753	933.300	1182.979
Operating Profit before Interest, Depreciation & Tax	1,178.70	1,292.94	3,868.30	2,982.07
Depreciation & Amortization Expenses	43.8	43.743	424.00	540.602
Profit/ (Loss) before finance costs and Exceptional Items and Tax	1,134.90	1,249.20	3,444.30	2,441.47
Finance Costs	0.10	41.50	15.35	250.73
Exceptional Items	0	0	0	0
Profit/(Loss) before tax	1,134.80	1,207.69	3,428.95	2,190.73
Tax Expenses	320.60	267.56	592.90	267.56
Net Profit/(Loss)	814.20	940.13	2,836.05	1,923.17
Other Comprehensive Income	(2.30)	0.64	(4.15)	(0.22)
Total Comprehensive Income/ (Loss) net of tax	811.90	940.78	2,831.90	1,922.96
Non-Controlling Interest	-	-	148.20	117.86
Total Comprehensive Income/ (Loss) for the year	811.90	940.78	2,683.70	1,805.10
Interim Dividend paid during the year	(1,268.72)	(177.03)	(1,268.72)	(177.03)
Dividend Distribution Tax on Interim Dividend	-	-	-	-
Surplus brought forward from previous year	8,878.59	8,114.84	12,145.64	10,517.57
Balance available for appropriation	(456.80)	763.75	1,415.00	1,628.06
Balance Carried to Balance Sheet	8,421.79	8,878.59	13,560.64	12,145.64
Earning Per Share (in ₹)				
i) Basic	5.52	6.38	18.22	12.24
ii) Diluted	5.52	6.38	18.22	12.24

OVERALL PERFORMANCE AND THE STATEMENTS OF AFFAIRS OF THE COMPANY:

Standalone financial performance:

The Company recorded revenue from operations of ₹ 1,481.10 million during the financial year 2022-23 as compared to ₹ 1,139.30 million in the previous financial year 2021-22. The other income during the financial year 2022-23 was ₹ 149.60 million vis-a-vis ₹ 552.40 million in the financial year 2021-22.

The Net profit during the financial year 2022-23 was at ₹ 814.20 million as compared to ₹ 940.13 million in the previous financial year. The generation during the financial year 2022-23 stood at 322.63 Million Kwh as compared to 317.33 Million kWh in the previous year.

Consolidated financial performance:

The key performance of your Company's Consolidated Financial Statement for the Financial Year 2022-23 is as follows:

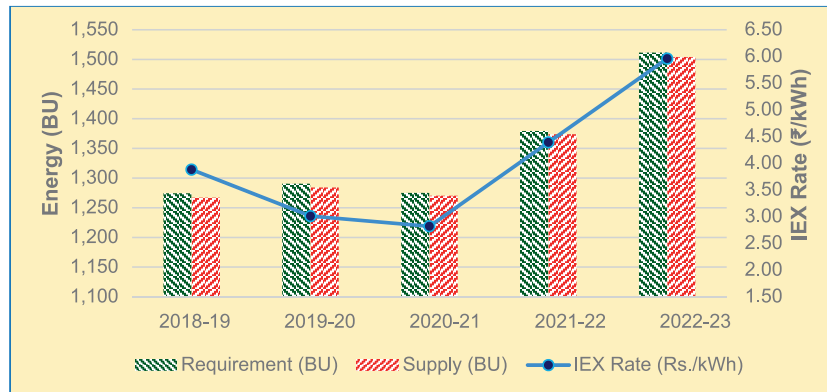
The Company recorded total consolidated revenue of ₹ 4,633.30 million during the financial year 2022-23 as compared to ₹ 3,697.37 million in the previous financial year. The consolidated Net profit during the financial year 2022-23 was at ₹ 2,836.05 million as compared to ₹ 1,923.17 million in the previous financial year. The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited consolidated financial statement together with Auditors' Report is attached herewith and forms part of this Annual Report.

Further in the first quarter of current Financial Year 2023-24, the Plant has generated 82.28 MU at Generator Terminal. The Operation and Maintenance of the Plant has been entrusted to the company in-house. Your Company had sold the scheduled power at IEX in the day ahead, real time & term ahead market(s) and through short term bilateral transactions.

INDUSTRY POTENTIAL & DEVELOPMENT:

India is the third largest producer and consumer of electricity in the world with all India installed power generation capacity at 416.06 GW as on 31.03.2023, which comprises of 237.27 GW of Thermal, 46.85 GW of Hydro, 6.78 GW of Nuclear and 125.16 GW of Renewable capacity.

During financial year 2022-23, energy demand in the country rose to ~1,512 BU (with 10% Y-o-Y growth), whereas peak demand rose to ~216 GW (with 6% Y-o-Y growth). The average monthly market clearing price at the Indian Energy Exchange (IEX) was ₹ 5.96/kWh in 2022-23 @ Regional Periphery, almost 36% higher compared to 2021-22 due to sharp rise in power demand, especially during peak hours. Total short term power transactions were ~13.70% of yearly generation (excluding generation from renewables and captive power plants). The following "Table-1" indicates the energy requirement/ supply along with IEX rates during last 5 years.

Table 1: Energy Requirement/ Supply & IEX rates during last 5 years.


Last year during March-April 2022, geo-political unrest created logistical bottlenecks and there was acute shortage/extremely high prices of Coal/ Regassified Liquefied Natural Gas (RLNG) in the international markets. It has resulted in imported coal/RLNG based generating stations to operate at lower plant load factor which further increased the dependency on domestic coal based power plants to meet the increasing power demand. Such factors concurrently created demand-supply imbalance, which led to surge in exchange/spot power prices and remained elevated almost throughout the year. However, with the gradual reduction in prices of natural gas and imported coal, these spot power prices have also started to moderate now.

On 31st March 2023, Central Electricity Regulatory Commission (CERC) exercised its power under Power Market Regulations 2021 in public interest and revised the cap on exchange prices downward to ₹ 10/ kWh from ₹ 12/kWh (earlier) on all market segments of power exchanges w.e.f 4th April 2023 till further notification.

During the year 2022-23, CERC has also approved the introduction of HP-DAM (High Price Day Ahead Market) and made it operational on Power Exchange platforms for the following power generating stations with a price cap of ₹ 20/kWh:

1. RLNG/Naptha
2. Imported coal
3. Battery Energy Storage Systems (BESS).

This would reduce the cost of power for the buyers, while providing an opportunity to the high cost generators and the willing buyers to participate in the HP-DAM segment.

In April 2023, Ministry of Power (Govt. of India) has issued guidelines for promoting Pumped Storage Projects (PSP) in the country. These guidelines have paved a way for installation of large scale pumped Storage Projects. It has addressed various issues faced by the developers related to environmental clearances, free power to home state, budgetary support, applicability of Inter-state Transmission System (ISTS) charges etc. Because of the intermittent nature of renewable energy generation plants, storage of renewable energy by means of Battery Storage Energy Systems (BESS) and Pumped Storage Projects (PSP) is the key for it to be a feasible and reliable source of energy generation. The PSP's and BESS may prove a boon in tackling the peak power demand scenarios of the country in the coming years.

All India power demand is on a continuous uptrend & peak power demand has touched the highest ever figure of 223

GW in June 2023. As per the CEA estimates (20th Electric Power Survey) peak power demand will increase further in coming years and this will create new opportunities for Merchant Power Plants in catering such increased demand for power.

Going forward with the broad expectations of India's GDP for 2023-24 to be 6.30% (World Bank's Estimate), the Company expects Indian Power Sector to act as the primary growth engine for the economy. With ever increasing power demand and penetration of innovative products in the power market, the power sector is bound to grow at a healthy pace. Adequate policy measures and regulatory interventions are required for boosting private investments in the power sector as it will remain the mainstay for the economic growth of the nation.

2. DIVIDEND

During the financial year 2022-23, your directors do not propose final dividend on the equity shares. Whereas, total Interim Dividend of ₹ 8.60 per share aggregating to ₹ 1,268,721,287 was paid out of the profits of company to the equity shareholders whose name appeared in the Register of Members as on the date of declaration of dividend in two tranches as below:

- Interim Dividend 1 - ₹ 5.60 per share aggregating to ₹ 82,61,44,093.60
- Interim Dividend 2 - ₹ 3.00 per share aggregating to ₹ 44,25,77,193

3. TRANSFER TO RESERVES

During the financial year 2022-23, the Company has not transferred any amount to the Reserve.

4. SUBSIDIARY, ASSOCIATE COMPANIES OR JOINT VENTURES

AD Hydro Power Limited (ADHPL), is wholly owned subsidiary of your Company, which is engaged in operation, maintenance and generation of 192 MW Hydro - electric Project in the State of Himachal Pradesh.

ADHPL has reported net profit of ₹ 201.90 million in the financial year 2022-23 as compared to net profit of ₹ 983.04 million in the financial year 2021-22. The generation at Allain Duhangan 192 MW during the year stood at 637.13 Million kWh in the financial year 2022-23 as compared to 637.45 Million kWh in the previous financial year 2021-22.

In terms of the provisions of section 136(1) of the Companies Act, 2013, the consolidated financial statements of the company are being annexed to this Annual Report. A report on the performance and financial

position of the subsidiary Company as per the Companies Act, 2013 in the Form AOC- 1 is annexed to the consolidated financial statements. The financial statements of the subsidiary Company are kept for inspection by the shareholders at the registered office and corporate office of the Company.

Further, no Company has become/ceased to be a Subsidiary, Joint venture or Associate during the Financial Year 2022-23.

5. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by under the Companies Act, 2013.

Your Company is committed to achieving the higher standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their economic and reputational interest.

The majority of the Board comprises of Non-Executive Directors including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

6. INTERNAL FINANCIAL CONTROL SYSTEMS AND ITS ADEQUACY

The Company has an adequate Internal Financial Control (IFC) system commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. The Company has a well-defined organizational structure, authority levels, delegation of powers and internal rules and guidelines for conducting business transactions.

Your Company has adopted the IFC framework as guidance, for ensuring adequate controls and its effectiveness within the company. The process of assessment of IFC would require setting up of an internal controls function in the organization. The Accounts & Finance Team has been trained to implement and evaluate the design and operating effectiveness of the IFC framework. The framework also focuses on internal controls over financial reporting (ICFR) that are put in place to develop and maintain reliable financial data, and to accurately present the same in a timely and appropriate manner. The framework refers to the policies and procedures adopted by the company for ensuring, orderly and efficient conduct of its business, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, timely preparation of reliable financial information.

The IT controls provide reasonable assurance of achieving the control objectives related to the processing of financial

information within the computer processing environment. IT controls ensures appropriate functioning of IT applications and systems built by the organization to enable accurate and timely processing of financial data.

7. PERSONNEL

a) Industrial relations

The industrial relations during the period under review generally remained cordial at the plants and corporate office of the Company without any untoward incidents.

b) Particulars of employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

8. DEPOSITS

Your Company has not invited any deposits from public/ shareholders in accordance with the provisos of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. The details relating to deposits are mentioned hereunder:

a)	Amount accepted during the year	Nil
b)	Amount remained unpaid or unclaimed as at the end of the year	Nil
c)	Default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved -	
i)	at the beginning of the year	N/A
ii)	maximum during the year	N/A
iii)	at the end of the year	N/A

9. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators or courts or tribunals during the financial year 2022-23, impacting the going concern status and company's operations in future.

10. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, affecting the financial positing of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Re-appointments

- During the year, Mr. Rahul Varshney (DIN: 03516721) was eligible for retired by rotation at 25th Annual

General Meeting held on 28th September, 2022 and, being eligible had offered himself for re-appointment and the members had approved his re-appointment.

Changes in Directors and Key Managerial Personnel (KMP)

- During the year, there was no other change in the Board of Directors and KMP.

Composition of the Board of Directors

The following is the Composition of the Board of Directors of the Company as on 31.03.2023:-

S. No.	Name of the Directors	Designation	DIN
1	Mr. Ravi Jhunjunwala	Chairman & Managing Director	00060972
2	Dr. Kamal Gupta	Director	00038490
3	Mr. Tantra Narayan Thakur	Director	00024322
4	Mr. Tima Iyer Utne	Director	06839949
5	Mr. Rahul Varshney	Director	03516721
6	Mr. Om Prakash Ajmera	Executive Director, CEO & CFO	00322834

Key Managerial Personnel

Mr. Ravi Jhunjunwala, Chairman & Managing Director and Mr. Om Prakash Ajmera, Executive Director, CEO & CFO are the Key Managerial Personnel of the Company as on 31st March, 2023, in accordance with the provisions of Section 203 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Further, Mr. Ankur Vijay was appointed as Whole time Company Secretary of the Company w.e.f. 1st May, 2023 in place of Mr. Arvind Gupta.

Declaration from Independent Directors

Your Directors further inform the members that declarations have been taken from the Independent Directors at the beginning of the financial year stating that they meet the criteria of independence as specified under Section 149 (6) of the Companies Act, 2013.

A declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, along with a declaration as provided in the Notification dated October 22, 2019, issued by the Ministry of Corporate Affairs (MCA), regarding the requirement relating to enrolment in the Data Bank for Independent Directors, has been received from all the Independent Directors, along with declaration made under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Independent Directors possesses integrity, expertise and vast experience including proficiency.

13. NOMINATION AND REMUNERATION POLICY

In accordance with the provisions of Section 178 of the Companies Act, 2013, the Board on the recommendation of the Nomination and Remuneration Committee has approved a policy for appointment and removal of Directors, Key Managerial Personnel and Senior Management and their remuneration. The Policy forms part of the Board's Report as **Annexure-III** and is available on the website of the company at the link <https://www.malanapower.com>

14. MEETINGS OF THE BOARD & COMMITTEES

The Board of Directors had met 5 (five) times during the

financial year 2022-23. The meetings of the Board were held on 2nd May 2022, 23rd May 2022, 2nd August 2022, 1st November 2022 and 1st February 2023 respectively.

The attendance for the above mentioned meetings were as follows:

S. No.	Name of Director	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjunwala	Chairman & Director	5	5
2.	Ms. Tima Iyer Utne	Non-Executive Director	5	5
3.	Dr. Kamal Gupta	Non-Executive Independent Director	5	5
4.	Mr. Tantra Narayan Thakur	Non-Executive Independent Director	5	5
5.	Mr. Rahul Varshney	Non-Executive Director	5	5
6.	Mr. Om Prakash Ajmera	Director, CEO & CFO	5	5

At present, the Board has three Committees: (i) Audit committee, (ii) Nomination and Remuneration Committee, (iii) Corporate Social Responsibility Committee.

According to requirements under the Companies Act, 2013, the meetings of the Committees of the Board were conducted as and when required and their decisions and recommendations were duly accepted by the Board. The following are the compositions and attendance of the above mentioned committees.

(i) AUDIT COMMITTEE

As per section 177 of the Companies Act, 2013, your Board has constituted an Audit Committee whose roles and responsibilities are to review the Company's financial results, review Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were duly accepted by the Board during the financial year 2022-23. The composition as well as the Audit Committee meetings held in the financial year 2022-23 is as below:

Composition of the Committee (as on 31.03.2023)

All the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee. The Company Secretary acts as the Secretary to the Committee.

S. No.	Name of Member	Designation	Category
1	Ms. Tima Iyer Utne	Chairperson	Non-Executive Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

Meetings and attendance

The Audit Committee had met four times during the financial year to review the financial statements and the Internal Audit Reports of the Company. The meetings were held on 2nd May 2022, 23rd May 2022, 2nd August 2022, 1st November 2022 and 1st February 2023 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Designation	No. of Meetings held	No. of Meetings Attended
1.	Ms. Tima Iyer Utne	Chairperson	5	5
2.	Dr. Kamal Gupta	Member	5	5
3.	Mr. Tantra Narayan Thakur	Member	5	5

The Company Secretary acts as the Secretary of the Committee.

(ii) NOMINATION AND REMUNERATION COMMITTEE

As per section 178 of the Companies Act, 2013, your Board had constituted Nomination and Remuneration Committee. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. The NRC policy is available on the website of the company at the link <https://www.malanapower.com>

Composition of the Committee (as on 31.03.2023)

For the financial year 2022-23, the composition of the Nomination and remuneration Committee was as follows:

S. No.	Name of Member	Designation	Category
1	Ms. Tima Iyer Utne	Chairperson	Non-Executive Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

The Company Secretary acts as the Secretary of the Committee.

Meetings and attendance

The Nomination and Remuneration Committee had met one time during the financial year 2022-23 and the meeting was held on 2nd May 2023.

The attendance for the above mentioned meeting are as below:

S. No.	Name of Member	Designation	No. of Meetings held	No. of Meetings Attended
1.	Ms. Tima Iyer Utne	Chairperson	1	1
2.	Dr. Kamal Gupta	Member	1	1
3.	Mr. Tantra Narayan Thakur	Member	1	1

(iii) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Your Company has been diligently following the Corporate Social Responsibility policies. As part of its initiatives under Corporate Social Responsibility (CSR), the Company had undertaken projects in the areas of promotion of Education, taking initiatives towards Community Service and rural development, Healthcare, Plantation & Environmental Development, Protection of art, culture etc. These projects were in accordance with the CSR Policy of the Company and Schedule VII of the Companies Act, 2013 and Rules made thereunder.

As per the Companies Act, 2013, all the companies which having net worth of ₹ 500 crore or more, or a turnover of ₹ 1000 crore or more, or a net profit of ₹ 5 crore or more are required to constitute CSR Committee of the Board of Directors comprising three or more Directors out of which atleast one should be the Independent Director. All such Companies are required to spend atleast 2% of its average net profit on the three preceding financial years on the CSR related activities. The CSR policy is available on the website of the company at the link <https://www.malanapower.com>

The Annual Report on CSR activities is enclosed as **Annexure V**, forming part of this report. The following is the composition mentioned for the CSR committee of the Company.

Composition of the Committee (as on 31.03.2023)

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjunwala	Chairman	Chairman and Director
2	Ms. Tima Iyer Utne	Member	Non-Executive Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director

Meetings and attendance

The CSR Committee had met four times during the financial year 2022-23 i.e. on 2nd May 2022, 2nd August 2022, 1st November 2022 and 1st February 2023 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Designation	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjunwala	Chairman	4	4
2.	Ms. Tima Iyer Utne	Member	4	4
3.	Dr. Kamal Gupta	Member	4	4

(iv) INDEPENDENT DIRECTORS' MEETING

During the financial year 2022-23, the Independent Directors met on 27th March 2023, without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-

Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Director and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

15. BOARD EVALUATION:

The Board is responsible for undertaking a formal annual evaluation of its own performance, committees and individual Directors with a view to review their functioning and effectiveness and to determine whether to extend or continue the term of appointment of the independent directors. During the year, the Board carried out the performance evaluation of itself, Committees and each of the executive directors/non-executive directors/independent directors excluding the director being evaluated. The evaluation of performance of Independent Director is based on the criteria laid down in the Nomination and Remuneration policy which includes knowledge and experience in the field of power sector, legal, finance and CSR activities. Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its committee and its member individually was adjudged satisfactorily.

16. MEETING OF THE MEMBERS

The Annual General Meeting (AGM) of the members was held on 28th September 2022.

17. VIGIL MECHANISM /WHISTLE BLOWER

The Board on the recommendation of Audit Committee has adopted a Whistle Blower Policy, which is available on the website of the company at the link <https://www.malanapower.com>

18. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

19. STATUTORY AUDITORS

The members had re-appointed M/s Deloitte Haskins & Sells LLP, (Firm Registration Number is 117366W /W-100018), Chartered Accountants, as the Statutory Auditors of the Company on 28th September 2022 for another term of 5 years, to hold office from the conclusion of the 25th Annual General Meeting until the conclusion of the 30th Annual General Meeting of the Company. Further the statutory auditors have further confirmed that the said re-appointment, when made, was within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and also the statutory auditor is not disqualified under section 141(3) of the Companies Act 2013.

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Statutory Auditors expressed an unmodified opinion in the audit reports with respect to audited financial statements for the financial year ended

March 31, 2023. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer which requires any explanation from the Board of Directors.

20. COST AUDITORS

As per the requirement of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Cost Records are being maintained by your Company. Accordingly, M/s K. G. Goyal & Co., Cost Accountants (Firm Registration No. 0017), was re-appointed as Cost Auditors of the Company for the Financial Year 2022-23 at a remuneration of ₹ 0.50 lakhs plus applicable taxes and out of pocket expenses that may be incurred by them during the course of audit. The Cost Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

21. SECRETARIAL AUDITORS

The Company had appointed M/s P. Kathuria & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2022-23, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure IV** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation adverse remark or disclaimer.

22. INTERNAL AUDITORS

The Company had appointed M/s. BGJC & Associates LLP, Chartered Accountants as the Internal Auditors of the Company for a period of three years i.e. FY 2023-24, FY 2024-25 and FY 2025-26.

23. REPORTING OF FRAUD BY THE AUDITORS'

During the year under review, the Statutory Auditor, Secretarial Auditor, Cost Auditor and Internal Auditor of the Company have not reported any matter under section 143(12) of the Companies Act, 2013. Therefore, no detail regarding reporting of fraud is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

24. RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. Further, the Company has in place Operations Steering Committee (OSC) and a Policy thereto, which inter-alia includes the Risk Management Policy including mitigation plans. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The annual strategic planning done by OSC provides platform for identification, analysis, treatment and documentation of key risks. It is through this annual planning process that key risks and risk management strategies are communicated to the Board. The effectiveness of risk management strategies is monitored

both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

25. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of Companies Act, 2013, the Board of Directors state that:

- a) in the preparation of the annual accounts for the year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) the Directors have selected such accounting policies and applied them consistently except as disclosed in the notes of accounts and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have laid down proper internal financial controls to be followed by the company and that such internal financial controls were adequate and operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

27. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134 (3) (a) of the Companies Act, 2013, Annual Return of the Company is available on the website of the Company at <https://www.malanapower.com>

28. GENERAL DISCLOSURE

- The Board of Directors would like to informed that during the financial year 2022-23, your company has acquired 6,71,97,201 equity shares (i.e. 12%) of AD Hydro Power Limited (ADHPL) from International Finance Corporation and accordingly, ADHPL has become wholly owned subsidiary of the company w.e.f. 1st August 2022.
- The Company has a Group Policy in place against Sexual Harassment in line with the requirements of the "The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013"

(POSH Act 2013). The Company has complied with provisions relating to the constitution of Internal Complaints Committee (ICC) under POSH Act 2013 and no complaints were received during the financial year 2022-23.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- During the year, there was no change in the issued share capital of the company.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported during the Financial Year 2022-23.
- The Company is in compliance of all the applicable secretarial standards issued by the Institute of Company Secretaries of India from time to time.
- The Company has nothing to report as it has not made any application or subject to any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year/ end of the financial year.
- The Company has nothing to report for the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

29. ACKNOWLEDGEMENT

Your Directors' place on record their sincere appreciation for the co-operation and support received by your Company from the Ministry of Power, Government of Himachal Pradesh, Ministry of Corporate Affairs, Central and State Government and other government agencies, Lenders, Banks, Financial Institutions, CERC, HPERC, HPSEBL, PTC India Limited, Statkraft Markets Private Limited, India Energy Exchange and our valued customers, who have continued their valuable support and encouragement during the year under review. The Board also thanks the employees at all levels, for the dedication, commitment and hard work put in by them for Company's achievements.

Your involvement as shareholders is greatly valued and appreciated. The Directors look forward to your continuing support.

**For and on behalf of the Board of Directors
Malana Power Company Limited**

Ravi Jhunjhunwala

Chairman and Managing Director
DIN: 00060972

Address: Bhilwara Towers, A-12,
Sector-1, Noida -201301

Place: Noida

Date: 2nd August, 2023

ANNEXURE – I TO THE DIRECTORS' REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

S. No.	Name of top 10 Employees in terms of remuneration	Designation	Remuneration (in ₹ Million)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment, held, Organisation, Designation & Duration	Shareholding	Nature of employment	Whether employee is relative of Director
1	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	55.02	B. Com (Hons.), MBA	43	68	1-Nov-2001	Promoter Director	Nil	Contractual	No
2	Mr. O.P. Ajmera	Executive Director, CEO & CFO	39.60	FCA & ACS	36	61	1-Apr-2004	HEG LTD.	Nil	Permanent	No
3	Mr. Sumit Garg	Sr. General Manager - Commercial	9.44	B. Com	29	52	15-Jan-2007	BEL LTD.	Nil	Permanent	No
5	Mr. Anil Kumar Garg	General Manager - Business Development	6.79	B.Sc, BE, MBA (Marketing)	27	52	2-Jul-2001	Malvika Steel Ltd.	Nil	Permanent	No
4	Mr. T.K. Trehan	Vice President	6.02	Degree in Electrical Engg. EMBA in energy management. PGDMA energy management.	44	64	7-Nov-2007	HPSEB as Deputy director for 28 years.	Nil	Permanent	No
6	Mr. Brij Mohan	Asst. General Manager -Accounts	4.38	B. Com, PGD, MBA	36	60	1-Apr-2004	HEG LTD.	Nil	Permanent	No
7	Mr. M.A. Rafiq	Manager(Electrical)	3.93	B Tech (Elect.)	27	45	25-Aug-2001	Steel Builders - Hyderabad	Nil	Permanent	No
8	Mr. Deepak Gupta	Manager-Accounts	3.39	Bachelor of Arts	33	52	1-Apr-2004	HEG LTD.	Nil	Permanent	No
9	Mr. Arvind Gupta	"Asst.General Manager & "Company Secretary"	2.68	FCS, LL.B. & B.Com (Delhi University)	17	37	9-Jul-2014	"Mandakani Coal Company Ltd." (JV of Tata Power, Jindal Photo & Monnet Ispat)"	Nil	Permanent	No
10	Mr. C.C. Sebastian	Services Co-ordinator	2.60	Bachelor of Arts	34	60	1-Apr-2004	HEG LTD.	Nil	Permanent	No

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ₹ Millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	55.02	B. Com (Hons.), MBA	43	68	1-Nov-2001	Promoter Director	Nil	Contractual	No
2	Mr. O.P. Ajmera	Executive Director, CEO & CFO	39.60	FCA, ACS	36	61	1-Apr-2004	HEG LTD.	Nil	Permanent	No

ANNEXURE II TO THE DIRECTORS' REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

(A) CONSERVATION OF ENERGY

- a) the steps taken or impact on conservation of energy;
- i. **Installation of three nos. Variable Frequency Drive (VFDs) in PH on TG Cooling Water pumps.**
 - ii. **Replacement of conventional lighting with Light Emitting Diodes (LED) in 132kV Switchyard, Street Lighting in Powerhouse complex, residential colony and Barrage complex.**
- b) The steps taken by the Company for utilizing alternate sources of energy: **NIL**
- c) the capital investment on energy conservation equipment till 31st March 2023
- | | |
|-----------------------------------|----------------------|
| i. VFD : | ₹ 8,65,000/- |
| ii. LED : | ₹ 1,867,994/- |
| iii. Solar Street Lights : | ₹ 3,13,330/- |
| Total (i+ii+iii) | ₹ 3,046,324/- |

(B) TECHNOLOGY ABSORPTION

- (i) The efforts made towards technology absorption: As above
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: **Installation of three nos. variable frequency drive in Powerhouse have resulted in cost reduction i.e. energy saving to the tune of ₹ 7,803,704/-. Similarly replacement of conventional lighting with LED has also contributed in cost reduction of ₹ 3,266,549/- only. This cost reduction will be more in the next coming year.**
- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) – **NIL**
- (a) the details of technology imported
 - (b) the year of import
 - (c) whether the technology been fully absorbed
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development: **NIL**

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(₹ in Million)

S. No.	Particulars	2022-23	2021-22
I	Foreign Exchange Outgo		
	Traveling and conveyance	0.00	0.00
	Others	3.29	0.79
	Total	3.29	0.79
II	Foreign Exchange Earnings		
	Others (Sale of Voluntary Emission Rights)	44.26	6.62

ANNEXURE III TO THE DIRECTORS' REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013 and Rules made thereunder, Malana Power Company Limited is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company already had a Remuneration Committee with three Non-Executive Directors. In order to align the same with the provisions of the Companies Act, 2013, and Rules made thereunder from time to time, the Board of Directors at their meeting held on the 16th March, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules made thereunder, applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

1. OBJECTIVE

The Key Objectives of the Committee would be:

- a) to advise the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management of the Company.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

- (a) "Act" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- (b) "Board" means Board of Directors of the Company.
- (c) Key Managerial Personnel (KMP), means:
 - i. Chief Executive Officer or the managing director or the manager;
 - ii. Company Secretary,
 - iii. Whole-time Director;
 - iv. Chief Financial Officer; and
 - v. such other officer as may be prescribed.
- (d) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- a) reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy, with the objective to diversify the Board;
- b) to recommend to the Board the appointment and removal of Director or Key Managerial Personnel or Senior Management Personnel.
- c) to carry out evaluation of Director's performance.
- d) assessing the independence of independent directors;
- e) to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- f) making recommendations to the Board on the remuneration/fee payable to the Directors/ KMPs/Senior Officials so appointed/re-appointed;
- g) ensure that level and composition of remuneration of Directors, KMP's and Senior Management is reasonable and sufficient. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- h) to devise a policy on Board diversity;
- i) to develop a succession plan for the Board and Senior Management and to regularly review the plan;
- j) such other key issues/matters as may be referred by the Board or as may be necessary in view of the provision of the Companies Act, 2013 and Rules made thereunder.

4. MEMBERSHIP

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent. However, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee, but shall not chair such Committee.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairman of the Committee shall be a Non-executive Director.
- b) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. POLICY ON BOARD DIVERSITY

The Nomination and Remuneration Committee shall ensure that Board of Directors have the combination of Directors from different areas /fields or as may be considered appropriate in the best interest of the Company. The Board shall have atleast one Board member who has accounting/ financial management expertise.

11. NOMINATION DUTIES

The duties of the Committee in relation to nomination matters include:

1. Ensuring that there is an appropriate induction & training Program in place for new Directors and members of Senior Management and reviewing its effectiveness;
2. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
3. Determining the appropriate size, diversity and composition of the Board;
4. Follow a formal and transparent procedure for selecting new Directors for appointment to the Board, Key Managerial Personnel's and Senior Management Personnel;
5. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
6. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
7. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
8. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
9. Considering any other matters as may be requested by the Board;

12. REMUNERATION DUTIES

The Committee will recommend the remuneration/fee to be paid to the Managing Director, Whole-time Director, other Directors, Key Managerial Personnel and Senior Management Personnel to the Board for their approval.

The level and composition of remuneration/fee so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration/fee to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Director/ Managing Director

Besides the above Criteria, the Remuneration/ compensation/ commission/fee to be paid to Director/ Managing Director/ Whole Time Director shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

2. Non-executive Independent Directors

The Non-Executive Independent Director may receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

3. Key Managerial Personnel's /Senior Management Personnel etc

The Remuneration to be paid to Key Managerial Personnel's/ Senior Management Personnel shall be based on the experience, qualification, performance and expertise of the related personnel and governed by the limits, if any prescribed under the Companies Act, 2013 and Rules made thereunder or any other enactment for the time being in force.

4. Directors' and Officers' Insurance

Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel's/ Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

13. EVALUATION/ ASSESSMENT OF DIRECTORS OF THE COMPANY

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performances of the Directors have been:

- Contributing to clearly defined corporate objectives & plans
- Obtain adequate, relevant & timely information from external sources
- Review of strategic and operational plans, objectives and budgets
- Regular monitoring of corporate results against projections
- Identify, monitor & take steps for mitigation of significant corporate risks
- Assess policies, structures & procedures
- Review management's succession plan
- Effective meetings
- Assuring appropriate board size, composition, independence, structure
- Clearly defining roles & monitoring activities of committees

Additionally, for the evaluation/assessment of the performances of Managing Director(s)/Whole Time Director(s) of the Company, following criteria may also be considered:

- Leadership abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials

Evaluation on the aforesaid parameters will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors on the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

14. DISCLOSURE

The Remuneration policy and the evaluation criteria shall be disclosed in the Board's Report.

15. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

16. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case. However, this shall be subject to the approval of Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company.

ANNEXURE IV TO THE DIRECTORS' REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
Malana Power Company Limited
Village Chauki, Post Jari, Kullu, Himachal Pradesh

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Malana Power Company Limited** (CIN: U40101HP1997PLC019959) (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder: **Not applicable to the Company during the period under review.**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): **All the following Regulations including amendments, statutory modification or re-enactment thereto if any, from time to time are not applicable to the Company during the period under review.**
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (vi) Other law applicable specifically to the Company, as identified and on the basis of representation given by the management:
 - The Indian Electricity Act, 2003 and Rules/ Regulations made thereunder; and
 - The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act, 2013).

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India. (Notified and effective from 1st July, 2015 and the revised version effective from October 1st, 2017).
- (ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.
(Being an Unlisted Company, these regulations are not applicable)

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. -The changes in the composition of the Board of Directors during the period under review were carried out in compliance with the provisions of this Act.

Normally adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. There was no dissenting vote for any matter.

I further report that I have relied on the representation made by the Company and its officers for system and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. Therefore, I am of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the Company's affairs.

Note: This report is to be read with my letter of even date which is annexed as "**Annexure I**" and forms an integral part of this report.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

PRADEEP KATHURIA

FCS: 4655

CP: 3086

UDIN: F004655E000626694

Place: New Delhi

Date: 17.07.2023

'Annexure I'

**To
The Members,
Malana Power Company Limited
Village Chauki, Post Jari, Kullu, Himachal Pradesh**

My report of even date is to be read along with this letter as under:

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by Statutory Auditor.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

PRADEEP KATHURIA

FCS: 4655

CP: 3086

UDIN: F004655E000626694

Place: New Delhi

Date: 17.07.2023

ANNEXURE V TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2022-23

1. **Brief outline on CSR Policy of the Company:** The Company's CSR activities are designed to serve, societal, local and national goals in all the locations where company operates. Through the CSR Policy, the company creates a significant and sustained impact on communities around the Plant location. The Company also provides opportunities for the Employees to contribute to these efforts through volunteering. More detailed in Point No. 14 (iii) of Board's Report.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Ravi Jhunjunwala	Chairman	4 (Four)	4 (Four)
2	Dr. Kamal Gupta	Member	4 (Four)	4 (Four)
3	Ms. Tima Iyer Utne	Member	4 (Four)	4 (Four)

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

The Web link is: http://malanapower.com/docs/MPCL_CSR_Policy.pdf

4. Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable: **Not Applicable**

5. a) Average net profit of the company as per section 135(5): **₹ 741.35 Million**
b) Two percent of average net profit of company as per section 135(5): **₹ 14.84 Million**
c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **NIL**
d) Amount required to be set off for the financial year, if any: **NIL**
e) Total CSR obligation for the financial year [(b)+(c)-(d)]: **₹ 14.84 Million**
6. a) Amount spent on CSR projects (Both Ongoing and other than Ongoing Project): **₹ 14.84 Million**
b) Amount spent in Administrative Overheads: **NIL**
c) Amount spent on Impact Assessment, if applicable: **NIL**
d) Total amount spent for the Financial Year [(a)+(b)+(c)]: **₹ 14.84 Million**
e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year 2022-23 (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
₹ 14.84 Million	-	-	-	-	-

f) **Excess amount for set off, if any**

Sl. No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 14.84 Million
(ii)	Total amount spent for the Financial Year	₹ 14.84 Million
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

7. (a) Details of Unspent CSR amount for the preceding three Financial Years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Balance Amount in unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount spent in the Financial Year (in ₹)	Amount transferred to a fund as specified under Schedule VII as per second proviso to section 135(6), if any		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
1	FY 2019-20							
2	FY 2020-21							
3	FY 2021-22							

8. Whether any capital asset have been created or acquired through CSR amount spent in the financial year:

Yes ☐ No ☐

If Yes, enter the number of capital assets created/acquired

Furnish the details relating to such assets(s) or created or acquired through CSR amount spent in the Financial Year:

S. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or assets(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
				NA			

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: **Not Applicable**

For and on behalf of the Company
Malana Power Company Limited

Ravi Jhunjhunwala
(Chairman, CSR Committee & Managing Director)

Om Prakash Ajmera
(Executive Director, Chief Executive Officer & Chief Financial Officer)

Independent Auditors' Report

(Standalone)

To The Members of Malana Power Company Limited

Report on the Audit of the Standalone Financial Statements Opinion

We have audited the accompanying standalone financial statements of Malana Power Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Loss), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit, total comprehensive Income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to Note 30.1 (ii) of the standalone financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL).

Our opinion is not modified in respect of this matter.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's report but does not include the standalone financial statements and our auditor's report thereon. The Board's report is expected to be made available to us after the date of this auditor's report.
- Our opinion on the standalone financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Board's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive loss, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Loss, the Standalone Statement of Cash Flows and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the standalone financial statements.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. *(Refer note 30.1 to the standalone financial statements)*
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. *(Refer note 30.2(b) to the standalone financial statements)*
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. *(Refer note 39(x) to the standalone financial statements)*
 - iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 39 (vii) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign

entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The Management has represented, that, to the best of it's knowledge and belief as disclosed in the note 39 (viii) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity(ies) ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries..

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The interim dividend declared and paid by the Company during the year is in accordance with section 123 of the Act. *(Refer note 41 to the standalone financial statements)*
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Satpal Singh Arora

(Partner)

(Membership No. 098564)

UDIN: 23098564BGVUUE5697

Place: Gurugram

Date: May 10, 2023

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of Malana Power Company Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls with reference to standalone financial statements based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells LLP

Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Satpal Singh Arora

(Partner)
(Membership No. 098564)
UDIN: 23098564BGVUUE5697

Place: Gurugram
Date: May 10, 2023

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The property, plant and equipment were physically verified during the year by the management which, in our opinion, provides for physical verification at reasonable intervals. According to the information and explanations given to us, no discrepancies were noticed on such verification.
- (c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the standalone financial statements included in property, plant and equipment, according to the information and explanations given to us and based on the examination of the award letter and certificate of mutation provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date. Further, immovable properties of land and buildings whose title deeds have been pledged as security for term loans are held in the name of the Company based on the confirmation received from the security trustee.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventories were physically verified (except for inventories lying with third parties) during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For inventories held with the third parties at the year-end, written confirmation has been obtained. No discrepancies of ten percent or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.
- (b) The Company has not been sanctioned any working capital facility from banks or financial institutions at any point of time of the year and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) (a) The Company has granted unsecured loans to employees but has not made any investments in, provided any guarantee or security or advances in the nature of loans, secured or unsecured, to

companies, firms, Limited Liability Partnerships or any other parties during the year-

(Amount in ₹ crores)

Particulars	Loans
A. Aggregate amount provided during the year	
- Others (employees)	0.05
B. Balance outstanding as at balance sheet date in respect of above cases	
- Others (employees)	0.04

- (b) The terms and conditions of the grant of all the above-mentioned loans, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.
- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.
- (iv) According to information and explanation given to us, the Company has not granted any loans, made investments

or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.

- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) Undisputed statutory dues including Income Tax, Goods and Services tax, Provident Fund, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities. We have been informed that the provisions of the Employees' State Insurance Act, 1948, Sales Tax, Services Tax, duty of Customs, duty of Excise, Value Added Tax are not applicable to the Company.
- There were no undisputed amounts payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Services Tax, duty of Customs, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes are given below:

Name of statute	Nature of dispute	Forum where dispute is pending	Period to which amount relates	Amount involved (Amount in ₹ crores)	Amount unpaid (Amount in ₹ crores)
Income Tax Act, 1961	Income-tax	High Court	A/Y 2009-10 and 2011-12	1.03	1.03
Income Tax Act, 1961	Income-tax	CIT (Appeals)	A/Y 2013-14	0.61	0.61
Income Tax Act, 1961	Income-tax	Income Tax Appellate Tribunal	A/Y 2012-13 and 2014-15	0.40	0.40

- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during

the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

- (d) The Company has not raised any funds on short-term basis and hence reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company has not made any investment in or given any new loan or advances to its subsidiary during the year and the Company do not have any associate or joint venture. Hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the

- year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports issued to the Company during the year and covering the period up to March 31, 2023 for the period under audit.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company, subsidiary company or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Satpal Singh Arora
(Partner)
(Membership No. 098564)
UDIN: 23098564BGVUUE5697

Place: Gurugram
Date: May 10, 2023

Balance Sheet

as at March 31, 2023 (Standalone)

(₹ in Crores)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	3	99.03	102.79
(b) Capital work in progress	3.1	0.17	-
(c) Intangible assets	4	0.04	0.05
(d) Financial assets			
(i) Investments	5	1,094.81	992.26
(ii) Trade receivables	10	3.88	3.88
(iii) Loans	6	0.11	146.24
(iv) Others	7	22.63	18.63
(e) Non-current tax assets	13	1.40	0.66
(f) Other non-current assets	8	0.15	0.12
		1,222.22	1,264.63
2 Current assets			
(a) Inventories	9	4.86	4.30
(b) Financial assets			
(i) Trade receivables	10	1.57	4.01
(ii) Cash and cash equivalents	11	73.88	9.20
(iii) Bank balances other than (ii) above	12	49.58	44.70
(iv) Loans	6	0.13	0.10
(v) Others	7	0.16	61.46
(c) Other current assets	8	1.89	1.82
		132.07	125.59
Total Assets		1,354.29	1,390.22
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	14	147.53	147.53
(b) Other equity	15	1,167.63	1,213.31
Total Equity		1,315.16	1,360.84
LIABILITIES			
1 Non-current liabilities			
(a) Provisions	16	1.18	1.25
(b) Deferred tax liabilities (net)	17	22.67	12.69
		23.85	13.94
2 Current liabilities			
(a) Financial liabilities			
(i) Trade payables	18		
- total outstanding dues of micro and small enterprises		0.01	-
- total outstanding dues of creditors other than micro and small enterprises		10.85	6.15
(ii) Other financial liabilities	19	0.32	0.35
(b) Provisions	16	1.30	0.65
(c) Current tax liabilities	13	2.42	7.85
(d) Other current liabilities	20	0.38	0.44
		15.28	15.44
Total Equity and Liabilities		1,354.29	1,390.22

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration Number: 117366W/W-100018)

Satpal Singh Arora

Partner

(Membership No.- 098564)

For and on behalf of the Board of Directors of
Malana Power Company Limited

Ravi Jhunjhunwala

Chairman and Managing Director

DIN: 00060972

O.P. Ajmera

Executive Director, CEO and CFO

DIN: 00322834

Place: Jari, Kullu, H.P.

Date: May 10, 2023

Rahul Varshney

Director

DIN: 03516721

Ankur Vijay

Company Secretary

M.No.: ACS 38680

Place: Gurugram

Date: May 10, 2023

Statement of Profit & Loss

for the Year Ended March 31, 2023 (Standalone)

		(₹ in Crores)	
Particulars	Note No.	Year ended March 31, 2023	Year ended March 31, 2022
I Revenue from operations	21	148.11	113.93
II Other Income	22	14.96	55.24
III Total Income (I+II)		163.07	169.17
IV Expenses			
Transmission charges	22.1	11.67	13.55
Employee benefits expense	23	18.58	13.63
Finance costs	24	0.01	4.15
Depreciation and amortisation expenses	25	4.38	4.37
Other expenses	26	14.95	12.70
Total expenses		49.59	48.40
V Profit before tax (III-IV)		113.48	120.77
VI Tax expense			
(a) Current tax expense	27	34.93	27.57
(b) Deferred tax credit	27	(0.84)	(0.81)
(c) Tax related to earlier year	27	(2.03)	-
Income tax expense		32.06	26.76
VII Profit for the year (V-VI)		81.42	94.01
VIII Other comprehensive income			
Items that will not to be reclassified subsequently to profit or loss:			
- Re-measurement gains on defined benefit plans		(0.32)	0.09
- Income Tax relating Re-measurement gains on defined benefit plans		0.09	(0.03)
Other comprehensive Income/(loss) for the year		(0.23)	0.06
IX Total comprehensive income for the year, net of tax (VII+VIII)		81.19	94.07
Earnings per equity share (of ₹ 10/- each)			
Basic (in Rupees)	28	5.52	6.38
Diluted (in Rupees)	28	5.52	6.38

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration Number: 117366W/W-100018)

Satpal Singh Arora
Partner
(Membership No.- 098564)

Place: Gurugram
Date: May 10, 2023

**For and on behalf of the Board of Directors of
Malana Power Company Limited**

Ravi Jhunjunwala
Chairman and Managing Director
DIN: 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN: 00322834

Place: Jari, Kullu, H.P.
Date: May 10, 2023

Rahul Varshney
Director
DIN: 03516721

Ankur Vijay
Company Secretary
M.No.: ACS 38680

Statement of Changes in Equity

for the Year Ended March 31, 2023 (Standalone)

A. Equity Share Capital

1 Current reporting period

(₹ in Crores)

Particulars	Balance as at April 01, 2022	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2022	Changes in equity share capital during the current year	Balance as at March 31, 2023
Authorised					
16,00,00,000 equity shares of ₹ 10 each	160.00	-	160.00	-	160.00
Issued, Subscribed and fully paid-up					
14,75,25,731 equity shares of ₹ 10 each fully paid	147.53	-	147.53	-	147.53

2 Previous reporting period

(₹ in Crores)

Particulars	Balance as at April 01, 2021	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2021	Changes in equity share capital during the current year	Balance as at March 31, 2022
Authorised					
16,00,00,000 equity shares of ₹ 10 each	160.00	-	-	160.00	160.00
Issued, Subscribed and fully paid-up					
14,75,25,731 equity shares of ₹ 10 each fully paid	147.53	-	-	147.53	147.53

B. Other Equity

1 Current reporting period

(₹ in Crores)

Particulars	Reserves and Surplus		Total
	Securities Premium	Retained earnings	
Balance as at April 01, 2022	325.46	887.85	1,213.31
Profit for the year	-	81.42	81.42
Other comprehensive income during the year, net of tax		(0.23)	(0.23)
Total comprehensive income as at March 31, 2022	325.46	969.04	1,294.50
Interim dividend paid during the year	-	(126.87)	(126.87)
Balance as at March 31, 2023	325.46	842.17	1,167.63

2 Previous reporting period

(₹ in Crores)

Particulars	Reserves and Surplus		Total
	Securities Premium	Retained earnings	
Balance as at April 01, 2021	325.46	811.48	1,136.94
Profit for the year	-	94.01	94.01
Other comprehensive income during the year, net of tax	-	0.06	0.06
Total comprehensive income as at March 31, 2021	325.46	905.55	1,231.01
Interim dividend paid during the year		(17.70)	(17.70)
Balance as at March 31, 2022	325.46	887.85	1,213.31

Nature and Description of Reserves:

(i) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) **Retained earnings:-**

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration Number: 117366W/W-100018)

Satpal Singh Arora

Partner

(Membership No.- 098564)

Place: Gurugram

Date: May 10, 2023

**For and on behalf of the Board of Directors of
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Ravi Jhunjunwala

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DIN: 00060972

O.P. Ajmera

Executive Director, CEO and CFO

DIN: 00322834

Place: Jari, Kullu, H.P.

Date: May 10, 2023

Rahul Varshney

Director

DIN: 03516721

Ankur Vijay

Company Secretary

M.No.: ACS 38680

Statement of Cash Flow

for the Year Ended March 31, 2023 (Standalone)

Particular	(₹ in Crores)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	113.48	120.77
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expenses	4.38	4.37
Loss on disposal of property, plant and equipment	0.11	0.01
Finance cost	0.01	4.15
Interest income	(10.49)	(15.24)
Provision written back	-	(30.60)
Working Capital Adjustments:		
(Increase)/Decrease in trade receivables	2.44	(2.54)
(Increase)/Decrease in financial assets - loans	0.10	(0.03)
Decrease in other financial assets	57.30	-
Increase in other current assets	(0.10)	(1.12)
Increase in Inventories	(0.56)	(1.21)
Increase in trade payables	4.70	3.24
Decrease in other financial liabilities	(0.03)	(0.03)
Increase in provisions	0.26	0.26
(Decrease)/Increase in other current liabilities	(0.06)	0.13
Cash generated from operations	171.54	82.16
Income-tax paid (net of refunds)	(28.26)	(14.49)
Net cash flow from Operating Activities	143.28	67.67
B. Cash flow from investing activities		
Purchase of property, plant and equipment	(1.01)	(0.35)
Proceeds from sale of property, plant and equipment	0.12	0.06
Interest received during the year	10.50	15.20
Receipt from deemed investment during the year	-	52.45
Loans repaid during the year	0.10	-
Fixed deposits placed during the year	(489.13)	(44.40)
Fixed deposits matured during the year	484.25	20.65
Purchase of shares in AD Hydro Power Limited	(102.55)	-
Receipt of sub debt from AD Hydro Power Limited	146.00	-
Net cash flow from/(used in) investing activities	48.28	43.61
C. Cash flow from financing activities		
Repayments of borrowings	-	(82.60)
Interim dividend paid during the year	(126.87)	(17.70)
Interest paid	(0.01)	(4.17)
Net cash used in financing activities	(126.88)	(104.47)
Net increase in cash and cash equivalent	64.68	6.81
Cash and cash equivalent at the beginning of the year	9.20	2.39
Cash and Cash equivalent at the end of the year (Refer Note No. 11)	73.88	9.20

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration Number: 117366W/W-100018)

Satpal Singh Arora

Partner

(Membership No.- 098564)

**For and on behalf of the Board of Directors of
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O.P. Ajmera

Executive Director, CEO and CFO

DIN: 00322834

Place: Jari, Kullu, H.P.

Date: May 10, 2023

Rahul Varshney

Director

DIN: 03516721

Ankur Vijay

Company Secretary

M.No.: ACS 38680

Place: Gurugram

Date: May 10, 2023

Notes to Standalone Financial Statements

for the Year Ended March 31, 2023

1 CORPORATE INFORMATION

Malana Power Company Limited (hereinafter referred to as 'the Company') is engaged in the generation of hydroelectric power and development of hydro power projects. The Company has set up 86 MW hydroelectric power generation project. The Company has the necessary permission from the Government of Himachal Pradesh to own, operate & maintain the project and sell power for a period of forty years from the date of commercial operation i.e. July 5, 2001 with the option to avail a further extension for a maximum period of twenty years after renegotiation of terms and conditions.

The Company is a company limited by shares incorporated in India. Its parent and ultimate holding Company is Bhilwara Energy Limited.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements

- a. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

- b. **Functional currency:** These financial statements are presented in Indian rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.
- c. **Operating Cycle:** All assets and liabilities have been classified as current or non-current according to the Company's operating cycle and other criteria set out in the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities.

2.2 Summary of significant accounting policies

a. Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects boths current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I Service Concession Arrangements

Management has assessed applicability of Appendix D of Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II Claims and Litigations

The Company is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Company reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Company establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Company's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Company evaluates, among other factors, the degree of probability of an unfavourable outcome and the ability to make a reasonable estimate

of the amount of the loss. The Company does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Company determined that there were no matters that required an accrual as of March 31, 2023 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

b. Revenue Recognition

The Company recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Company's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectability is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Unscheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis.

In an arrangements where the Company sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Company has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Company expects to be entitled from a customer and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER) and I-REC

The Company recognize carbon emission reduction "VER" income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain these carbon emission reduction. The Company recognise VER value at average price of open contract for sale of VER with customers.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

c. Inventory Valuation

Inventories comprising of components and stores and spares are valued at cost. Scrap is valued at net realizable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

d. Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The Company has used the following useful life to provide depreciation on its Property, Plant and Equipment.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Dam, Reservoir, Barrage etc)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipment's	3-6
Office equipment's	5

e. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years. The Company has considered the useful life of 3 years to provide amortization on Software.

The intangible assets are assessed for impairment whenever there is indication that the intangible assets may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

f. Leases

The Company assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (1) The contract involves the use of an identified asset,
- (2) The Company has substantially all of the economic benefits from use of the identified asset,
- (3) The Company has the right to direct the use of the identified asset.

Company as a lessee

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

Leases where the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

g. Impairment of Non-Financial Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using weighted average cost of capital that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses (if any) are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount.

h. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Subsequent measurement

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities measured at fair value through profit or loss are recognised immediately in the statement of profit and loss.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

Classification of financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. Investments in debt mutual funds are measured at fair value through profit or loss as per the business model and contractual cash flow test.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost using the effective interest rate method if these

financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition, the Company makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, other than equity investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Equity Instruments through Other Comprehensive Income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading. Other financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Derecognition of financial assets

The Company derecognises financial assets in accordance with the principles of Ind AS 109 which usually coincides receipt of payment or write off of the financial asset.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are subsequently measured at amortised cost using the effective interest method or FVTPL. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the Effective Interest Rate (EIR) amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss. Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Financial liabilities are classified as held for trading if these are incurred for the purpose of repurchasing in the near term. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior

management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i. Retirement and other employee benefits

1 Defined Contribution Plan:

1. Provident Fund: Contribution are made to the regulatory authorities and are recognised as employee benefits expense in the statement of profit and loss as and when due. This benefits is classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.
2. Superannuation Fund: Contribution towards Superannuation Fund is administered by a trust set up by the Company, which is recognized by the Income Tax authorities. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

2 Defined Benefit Plan:

Gratuity

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with ICICI Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Company contributes to the Company Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in notes to standalone financial statements.

The Company recognises the following changes in the net defined benefit obligation under Employee benefit expense in statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

j. Taxes

Current income tax

The Company's tax jurisdiction is in India. Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions. In arriving at taxable profit and tax bases of assets and liabilities, the Company recognised taxability of amounts in accordance with tax enactments, case law and opinions of tax counsel, as relevant. Where differences arise on tax assessment, these are booked in the period in which they are agreed or on final closure of assessment

Deferred Tax

Deferred tax is provided on temporary difference between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

k. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

l. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

m. Contingent Liability

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

n. Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

o. Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on the reporting date, the Company does not have any financial instrument which has been measured either through FVTPL or FVTOCI.

p. Going Concern

The directors have, at the time of approving the standalone financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the standalone financial statements.

q. Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

r. Recent Indian Accounting Standards (Ind AS)

Recent accounting pronouncements Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Crores)

Particulars	Freehold Land	Hydraulic Work	Building Bridges and Roads (Refer Note 1 below)	Plant & Equipments	Transmission Line (Refer Note 2 below)	Furniture and Fixtures	Office Equipments	Computers & Networks	Electric Installations	Vehicles	Total
Gross carrying value											
As at March 31, 2021	2.13	184.27	32.67	93.91	19.97	0.45	0.78	0.41	1.41	1.65	337.65
Additions	-	-	-	-	-	0.03	0.08	0.04	-	0.21	0.36
Disposals	-	-	-	-	-	0.03	0.01	0.03	-	0.13	0.20
As at March 31, 2022	2.13	184.27	32.67	93.91	19.97	0.45	0.85	0.42	1.41	1.73	337.81
Additions	-	-	-	0.07	-	0.06	0.19	0.07	-	0.45	0.84
Disposals	-	-	-	0.20	-	0.14	0.26	0.04	0.02	0.34	1.00
As at March 31, 2023	2.13	184.27	32.67	93.78	19.97	0.37	0.78	0.45	1.39	1.84	335.52
Accumulated Depreciation											
As at March 31, 2021	-	127.06	18.96	66.83	14.78	0.33	0.56	0.29	1.35	0.62	230.78
Charge for the year	-	2.37	0.34	1.14	0.21	0.02	0.05	0.06	-	0.19	4.38
Disposals	-	-	-	-	-	0.02	0.01	0.03	-	0.08	0.14
As at March 31, 2022	-	129.43	19.30	67.97	14.99	0.33	0.60	0.32	1.35	0.73	235.02
Charge for the year	-	2.37	0.34	1.13	0.21	0.02	0.06	0.04	-	0.20	4.37
Disposals	-	-	-	0.10	-	0.13	0.24	0.04	0.02	0.24	0.77
As at March 31, 2023	-	131.80	19.64	69.00	15.20	0.22	0.42	0.32	1.33	0.69	238.62
Net carrying value											
As at March 31, 2022	2.13	54.84	13.37	25.94	4.98	0.12	0.25	0.10	0.06	1.00	102.79
As at March 31, 2023	2.13	52.47	13.03	24.78	4.77	0.15	0.36	0.13	0.06	1.15	99.03

Notes :

All the assets are owned by the Company except as mentioned otherwise:

- 1) Building, bridges and roads includes cost of road ₹ 12.28 crores (Previous year ₹ 12.28 crores) having written down value of ₹ 0.61 crores (Previous year ₹ 0.61 crores) constructed on forest land diverted for the project.
- 2) Transmission Lines includes ₹ 0.42 crores (Previous year ₹ 0.42 crores) and accumulated depreciation of ₹ 0.23 crores as on March 31, 2023 (including depreciation charged during the period is of ₹ 0.11 crores) towards cost of land and compensation paid to Forest Department for construction of transmission towers under irrevocable right to use.

3.1 Capital Work in progress

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Capital work-in-Progress (CWIP)	0.17	-
Total	0.17	-

CWIP as at 31 March 2023	<1 year	1-2 Years	2-3 Years	>3 years	Total
Project in progress	0.17	-	-	-	-
CWIP as at 31 March 2022	<1 year	1-2 Years	2-3 Years	>3 years	Total
Project in progress	-	-	-	-	-

As on March 31, 2023, the projects under CWIP are not overdue and has not exceeded its cost compared to its original plan and none of the projects are suspended.

4 INTANGIBLE ASSET

(₹ in Crores)

Particulars	Computer software	Total
Gross carrying value		
As at March 31, 2021	1.05	1.05
Additions	-	-
Disposals	-	-
As at March 31, 2022	1.05	1.05
Additions	-	-
Disposals	-	-
As at March 31, 2023	1.05	1.05
Accumulated Amortisation		
As at March 31, 2021	0.99	0.99
Charge for the year	0.01	0.01
Disposals	-	-
As at March 31, 2022	1.00	1.00
Charge for the year	0.01	0.01
Disposals	-	-
As at March 31, 2023	1.01	1.01
Net carrying value		
As at March 31, 2022	0.05	0.05
As at March 31, 2023	0.04	0.04

5. INVESTMENTS (Non Current)

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Investment in subsidiary (unquoted, fully paid) (carried at cost)		
56,01,52,841 (Previous year 49,29,55,640) equity shares of ₹ 10 each fully paid of AD Hydro Power Limited (including beneficial owner of 49,890 shares)*	595.51	492.96
Deemed Equity Investment in subsidiary Company [Refer Note 34 (ii)]	499.30	499.30
Total	1,094.81	992.26

*On August 01, 2022, the Company has purchased the entire 12% stake i.e. 6,71,97,201 Equity Shares held by International Finance Corporation, Washington (IFC) in AD Hydro Power Limited for a consideration of ₹ 102.54 crores at ₹ 15.26 per share.

6. LOANS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good (Measured at amortised cost)				
a) Loan to subsidiary company#	-	146.00	-	-
b) Loan to employees	0.11	0.24	0.13	0.10
Total	0.11	146.24	0.13	0.10

Refer note 34 (i) and (ii)

7. OTHER FINANCIAL ASSETS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
a) Advance for Bara Banghal project (Refer Note no. 33)	-	-	-	61.20
b) Others - Unsecured, considered good				
- Recoverable from Himachal Pradesh State Electricity Board Limited (HPSEBL) (Net)*	22.63	18.63	-	0.07
- Interest accrued on banks deposits	-	-	0.16	0.19
Total (b)	22.63	18.63	0.16	0.26
Total (a+b)	22.63	18.63	0.16	61.46

*Includes amount paid under protest of ₹ 28.17 crores (Previous year- ₹ 28.17 crores) (as fully described in Note 30.1(ii)) less adjustment of ₹ 5.54 crores (Previous year- ₹ 9.54 crores) payable to HPSEBL.

8. OTHER NON CURRENT AND CURRENT ASSETS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Others				
- Security deposits	0.10	0.04	-	-
- Advances recoverable	-	-	1.25	1.24
- Prepaid expenses	0.05	0.07	0.60	0.53
- Advances to employees	-	0.01	0.04	0.05
Total other assets	0.15	0.12	1.89	1.82

9. INVENTORIES (LOWER OF COST AND NET REALIZABLE VALUE)

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Stores and spares*	4.86	4.30
Total	4.86	4.30

* Includes store lying with third party

10. TRADE RECEIVABLES

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Trade receivable				
Unsecured, considered good	3.88	3.88	1.57	4.01
Less : Provision for expected credit loss	-	-	-	-
	3.88	3.88	1.57	4.01

*Pertains to receivables from HPSEBL for usage of transmission line which will be received once the matter mentioned in footnote to Note 7(b) and 30.1(ii) will be finally disposed off.

Note : The average credit period for the Company's receivables from its generation 5 to 7 days and transmission business is in the range of 30 to 60 days

Trade Receivables Ageing Schedule- Non Current

(₹ in Crores)

As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	0.63	0.80	2.45	3.88
Total	-	-	-	0.63	0.80	2.45	3.88

Trade Receivables Ageing Schedule- Non Current

(₹ in Crores)

As at March 31, 2022	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	1.30	0.80	1.78	3.88
Total	-	-	-	1.30	0.80	1.78	3.88

Trade Receivables Ageing Schedule- Current

(₹ in Crores)

As at March 31, 2023	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	1.07	0.22	0.19	-	-	-	1.48
Trade Receivables-Billed	1.07	0.22	0.19	-	-	-	1.48
Trade Receivables-Unbilled	0.09	-	-	-	-	-	0.09
Total	1.16	0.22	0.19	-	-	-	1.57

Trade Receivables Ageing Schedule- Current

(₹ in Crores)

As at March 31, 2022	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	3.91	-	0.01	-	-	-	3.92
Trade Receivables-Billed	3.91	-	0.01	-	-	-	3.92
Trade Receivables-Unbilled	0.09	-	-	-	-	-	0.09
Total	4.00	-	0.01	-	-	-	4.01

11. CASH AND CASH EQUIVALENTS

(₹ in Crores)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
(a) Cash on hand	0.02	0.02
(b) Balances with banks :		
- In Current Accounts	1.01	0.15
- In Deposit Accounts (with original maturity less than 3 months)	72.85	9.03
Total	73.88	9.20

12. BANK BALANCES (OTHER THAN CASH AND CASH EQUIVALENTS)

(₹ in Crores)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
In Deposit Accounts		
(a) Earmarked (kept as margin money against payment of wheeling charges)	0.48	0.30
(b) In deposit account	49.10	44.40
Total	49.58	44.70

13. TAX ASSETS / (LIABILITIES)

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Advance Income Tax (net of provisions)	1.40	0.66	-	-
Provision for Income Tax	-	-	(2.42)	(7.85)
Tax assets / (liabilities)	1.40	0.66	(2.42)	(7.85)

14. SHARE CAPITAL

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
16,00,00,000 (previous year 16,00,00,000) equity shares of ₹ 10 each	160.00	160.00
Issued, Subscribed and fully paid-up		
14,75,25,731 (previous year 14,75,25,731) equity shares of ₹ 10 each fully paid	147.53	147.53
Total	147.53	147.53

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount (₹ in crores)	No. of shares	Amount (₹ in crores)
Shares outstanding at the beginning of the year	14,75,25,731	147.53	14,75,25,731	147.53
Shares outstanding at the end of the year	14,75,25,731	147.53	14,75,25,731	147.53

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by Parent Company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount (₹ in crores)	No. of shares	Amount (₹ in crores)
Bhilwara Energy Limited, the Parent Company	7,52,38,123	75.24	7,52,38,123	75.24

(d) Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% Holding	No. of shares	% Holding
Bhilwara Energy Limited	7,52,38,123	51%	7,52,38,123	51%
Statkraft Holding Singapore Pte Limited	7,22,87,608	49%	7,22,87,608	49%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

(e) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	Bhilwara Energy Limited	7,52,38,123	51%	7,52,38,123	51%
Total		7,52,38,123	51%	7,52,38,123	51%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

15. OTHER EQUITY

Particulars	(₹ in Crores)
(i) Securities premium	
Balance as at March 31, 2021	325.46
Additions during the year	-
Balance as at March 31, 2022	325.46
Additions during the year	-
Balance as at March 31, 2023	325.46
(ii) Retained earnings	
Balance as at March 31, 2021	811.48
Profit for the year	94.01
Other comprehensive profit for the year, net of tax	0.06
Interim dividend paid during the year (₹ 1.20 per share)	(17.70)
Balance as at March 31, 2022	887.85
Total other equity as at March 31, 2022	1,213.31
Profit for the period	81.42
Other comprehensive loss for the period, net of tax	(0.23)
Interim dividend paid during the year (₹ 8.60 per share)	(126.87)
Balance as at March 31, 2023	842.17
Total other equity as at March 31, 2023	1,167.63

Nature and Description of Reserves:

(i) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

16. PROVISIONS

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits				
Provision for gratuity (Refer Note No. 32.3)	-	-	0.53	0.10
Provision for compensated absences (Refer Note No. 32.3)	1.18	1.25	0.77	0.55
Total	1.18	1.25	1.30	0.65

17. DEFERRED TAX LIABILITIES

Particulars	As at March 31, 2023	As at March 31, 2022
A. Tax effects of items constituting deferred tax liability:		
Property, plant & equipment	23.49	24.22
Total Deferred tax liability (A)	23.49	24.22
B. Tax effects of items constituting deferred tax assets:		
Others	(0.82)	(0.62)
MAT Credit entitlement	-	(10.91)
Total Deferred tax asset (B)	(0.82)	(11.53)
Net Deferred tax liability (A+B)	22.67	12.69

18. TRADE PAYABLES

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Trade payable		
- total outstanding dues of micro and small enterprises (Refer note below)	0.01	-
- total outstanding dues of creditors other than micro and small enterprises	10.85	6.15
Total	10.86	6.15

Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises (“MSME”) Development Act, 2006

(₹ in Crores)		
Particulars	As at March 31, 2023	As at March 31, 2022
The principal amount remaining unpaid to any supplier as at the end of the year	0.01	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Note: Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2023 is as follows:

(₹ in Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	0.01	-	-	-	-	-	0.01
Others	0.79	5.69	0.14	0.27	-	3.96	10.85
Total	0.80	5.69	0.14	0.27	-	3.96	10.86

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

(₹ in Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	-	-	-	-	-	-	-
Others	1.62	-	3.41	0.92	0.01	0.19	6.15
Total	1.62		3.41	0.92	0.01	0.19	6.15

19. OTHER FINANCIAL LIABILITIES

(₹ in Crores)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Sundry deposits	0.32	0.35
Total	0.32	0.35

20. OTHER CURRENT LIABILITIES

(₹ in Crores)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Statutory liabilities	0.38	0.44
Total	0.38	0.44

21. REVENUE FROM OPERATIONS

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Revenue from power supply (net)	146.98	112.80
b) Revenue from Transmission income	1.13	1.13
Revenue from operations	148.11	113.93

22. OTHER INCOME

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Interest income		
i) Financial assets held at amortised cost		
- Interest on bank deposits	2.39	1.29
- Interest on Subordinate debt [Refer Note No. 34 (ii)]	8.10	13.94
- Interest on employee loan	-	0.01
b) Others non operating income		
- Sale of emission reductions	4.43	-
- Insurance claim	-	9.38
- Provision no longer required written back (Ref. Note No.33)	-	30.60
- Miscellaneous income	0.04	0.02
Total	14.96	55.24

22.1 Transmission charges

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Wheeling cost	6.70	5.54
Open access charges	4.97	8.01
Total	11.67	13.55

23. EMPLOYEE BENEFITS EXPENSES

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Salaries, wages and bonus	17.27	12.56
b) Contribution to provident and other funds (Refer Note No. 32.1)	0.53	0.49
c) Gratuity expenses (Refer Note No. 32.3)	0.21	0.19
d) Compensated absences expenses (Refer Note No. 32.3)	0.23	0.11
e) Workmen and staff welfare expenses	0.34	0.28
Total	18.58	13.63

24. FINANCE COSTS

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Interest cost		
- Interest on term loans	-	4.15
b) Other Borrowing cost		
- Bank charges	0.01	-
Total	0.01	4.15

25. DEPRECIATION AND AMORTISATION EXPENSES

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Depreciation on property, plant and equipment	4.37	4.36
b) Amortisation of intangible assets	0.01	0.01
Total	4.38	4.37

26. OTHER EXPENSES

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Stores, spares and other consumables	2.91	1.28
Rent expenses	0.17	0.17
Power and fuel	0.47	0.50
Repair and maintenance		
- Buildings	0.86	1.52
- Plant and machinery	3.09	1.59
- Others	0.18	0.22
Insurance	1.49	1.43
Payment to auditors (Refer Note (i) below)	0.26	0.23
Communication costs	0.10	0.10
Printing and stationery	0.06	0.05
Travelling and conveyance	0.58	0.52
Membership fees and subscriptions	0.12	0.06
Legal and professional fees	1.19	0.94
Social welfare expenses	0.23	0.16
Security arrangement expenses	0.79	0.66
Corporate social responsibility expenses (Refer Note (ii) below)	1.48	1.50
Loss on disposal of property, plant and equipment	0.11	0.01
Bad Debts written off	-	1.25
Miscellaneous expenses	0.86	0.51
Total	14.95	12.70
Notes :		
(i) Payment to auditors		
- Fees for Statutory Audit	0.12	0.11
- Fees for Limited Review	0.08	0.08
- For reimbursement of expenses	0.02	0.01
- Goods and Service Tax on above	0.04	0.03
TOTAL	0.26	0.23
(ii) Corporate social responsibility expenditure		
Amount required to be spend as per section 135 of the Act	1.48	1.50
Amount spent during the year on :		
- Construction / acquisition of any asset	0.52	0.06
- Other purpose	0.96	0.46
TOTAL	1.48	0.52

Amount unspent during the year is ₹ Nil (Previous year ₹ 0.98 crores). During the year, the Company has spent ₹ 0.74 crores out of the previous year's unspent amount.

27. INCOME TAX EXPENSE**a) Income tax recognised in statement of profit and loss**

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Current tax	34.93	27.57
Deferred tax	(0.84)	(0.81)
Tax related to earlier years	(2.03)	-
Total Income tax expenses recognised in the current year	32.06	26.76

b) The income tax expense for the year can be reconciled to the profit before tax as follows:

Reconciliation of tax expense applicable to profit before tax at the latest statutory tax rate in India to income tax expense reported is as follows:

(₹ in Crores)		
Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Accounting profit before tax	113.48	120.77
Profit/Loss before tax from a discontinued operation		
Accounting Profit before Income Tax	113.48	120.77
At India's statutory income tax rate of 29.12%	33.05	35.17
Tax effect of permanent differences:		
Tax effect of expenses that are not deductible for determining taxable profits	1.04	0.50
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(0.77)	-
Tax effect of income on account of provision written back for bara banghal project	-	(8.91)
Tax related to earlier years	(2.03)	-
Income tax expenses reported in the Statement of Profit and Loss	31.29	26.76
Add: Tax effect of income from sale of emission reductions certificates taxable at lower rate	0.77	-
Total Tax Expense	32.06	26.76

28. EARNINGS PER SHARE

(₹ in Crores)		
Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Profit for the year attributable to owners of the Company (₹ in crores) (A)	81.42	94.01
Earnings used in the calculation of basic and diluted earning per share	81.42	94.01
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of shares in crores) (B)	14.75	14.75
Basic and diluted earning per share (A/B) (in Rs.)	5.52	6.38

29. SEGMENT REPORTING

The Company's activities during the year involved generation of the hydro power. Also, the Company generates income from usage of its owned transmission line. Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

30. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTEND NOT PROVIDED FOR)

30.1 Contingent Liabilities

- Claims against the Company raised by income tax authorities amounting to ₹ 2.14 crores (Previous year- ₹ 2.14 crores). No provision is considered necessary since the Company expects favourable decisions.
- On April 27, 2019, the Company received a provisional net demand of ₹ 80.69 crores (Previous year- ₹ 80.69 crores) in relation to wheeling charges for the period April 01, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC). In this regard, the Company has paid under protest an amount of ₹ 28.17 crores (Previous year- 28.17 crores). The Company had filed an appeal before Appellate Tribunal for Electricity (APTEL) on April 24, 2019, at New Delhi, which is pending adjudication with APTEL.

During the current year, HPERC vide Order dated 30th November 2022 determined the voltage wise wheeling charges for the period July 01, 2019 to October 31, 2022. Based on the legal opinion obtained, the Company is of the view that APTEL will adopt the same analogy for determination of wheeling charges for the period April 1, 2008 to March 31, 2019, considering the same, there might be high likelihood of final orders with wheeling charges at least in the range of tariff rates announced for the period July 01, 2019 to October 31, 2022, the Company has created additional provision amounting ₹ 3.77 crores (Previous year- ₹ Nil) during the year related to wheeling charges on or before June 30, 2019.

Based upon the legal opinion, the Company is of the view that the demand for the period April 01, 2008 to March 31, 2019 is not legally tenable and would not result in any further material liability on the Company.

30.2 Commitments

- The Company has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura sub station to Nalagarh (i.e. interstate point - substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- The Company does not have any other long term commitments of material non-cancellable contractual commitments/ contracts including derivatives contract for which there were any material foreseeable losses.

31 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – “Related Party Disclosures” are as follow:

- Names of related parties and description of relationship

Description of relationship	Name of related party
Parent Company	Bhilwara Energy Limited
Subsidiary Company	AD Hydro Power Limited
Fellow Subsidiary Company	Indo Canadian Consultancy Services Limited
Key Management Personnel	- Mr. Ravi Jhunjunwala (Chairman and Managing Director) - Mr. O.P Ajmera (Executive Director, CEO and CFO) - Mr. Arvind Gupta* (upto March 01, 2023) - Mr. Ankur Vijay * (w.e.f May 01, 2023)
Relatives of key management personnel	- Mrs. Rita Jhunjunwala (wife of the Chairman and Managing Director) - Mr. Riju Jhunjunwala (son of the Chairman and Managing Director) - Mr. Rishabh Jhunjunwala (son of the Chairman and Managing Director)
Enterprises under significant influence of key management personnel or their relatives	- HEG Limited, - Rajasthan Spinning & Weaving Mills Limited (“RSWM Limited”) - BSL Limited - Statkraft Markets Private Limited
Employee benefit funds	- Malana Power company Limited Employees Gratuity Trust - Malana Power company Limited Sr. Executive Company Superannuation Scheme Trust

* As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

b) Names and details of transactions with related parties during the year are as follows:
Related party disclosures

Transaction with related parties Nature of Transaction	Parent Company		Subsidiary		Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprises having significant influence over the Company		Trust Under Common Control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year														
(i) Rent Paid														
a) Mrs. Rita Jhunjhunwala	-	-	-	-	-	-	-	-	0.21	0.20	-	-	-	-
b) Mr. Rishab Jhunjhunwala	-	-	-	-	-	-	-	-	0.20	0.20	-	-	-	-
c) Mr. Riju Jhunjhunwala	-	-	-	-	-	-	-	-	0.20	0.20	-	-	-	-
d) RSWM Limited	-	-	-	-	-	-	-	-	-	-	0.17	0.17	-	-
(ii) Remuneration paid														
a) Mr. Ravi Jhunjhunwala	-	-	-	-	-	-	5.50	3.15	-	-	-	-	-	-
b) Mr. O.P. Ajmera	-	-	-	-	-	-	3.96	2.70	-	-	-	-	-	-
c) Mr. Arvind Gupta	-	-	-	-	-	-	0.27	0.24	-	-	-	-	-	-
(iii) Consultancy service charges														
(iv) Reimbursement of expenses paid to:														
a) HEG Limited	-	-	-	-	-	-	-	-	-	-	0.11	0.02	-	-
b) RSWM Limited	-	-	-	-	-	-	-	-	-	-	0.14	0.15	-	-
c) BSL Limited	-	-	-	-	-	-	-	-	-	-	0.08	0.02	-	-
d) Bhilwara Energy Limited	-	0.04	-	-	-	-	-	-	-	-	-	-	-	-
(v) Material Sale :														
(vi) Reimbursement of expenses recovered	0.92	0.82	0.04	0.13	-	-	-	-	-	-	-	-	-	-
(vii) Interest expense on loan	-	-	8.10	13.94	-	-	-	-	-	-	-	-	-	-
(viii) Professional expenses	-	-	-	-	-	-	-	-	-	-	0.19	0.17	-	-
(ix) Contribution made in Trust:														
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	-	-	0.10	0.01
b) Malana Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	-	-	0.89	0.09
(x) Benefits paid on behalf of Trust:														
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	-	-	0.91	0.03

Transaction with related parties															(₹ in crores)			
Nature of Transaction	Parent Company		Subsidiary		Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprises having significant influence over the Company		Trust Under Common Control					
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year				
(xi) Unsecured loan repayment received	-	-	146.00	-	-	-	-	-	-	-	-	-	-	-				
Balances Receivable:																		
i) Trade receivables	-	-	-	-	-	-	-	-	-	-	1.14	3.95	-	-				
ii) Investment	-	-	992.26	992.26	-	-	-	-	-	-	-	-	-	-				
c) Unsecured Loan	-	-	-	146.00	-	-	-	-	-	-	-	-	-	-				
Balances Payable:																		
a) Commission payable to Mr. Ravi Jhujhunwala	-	-	-	-	-	-	3.69	1.39	-	-	-	-	-	-				
b) Commission payable to Mr. O P Ajmera	-	-	-	-	-	-	1.21	-	-	-	-	-	-	-				
Guarantees given by the Company :																		
To the lenders of AD Hydro Power Limited in favour of IDBI Trustee acting as security trustee for senior lenders of AD Hydro Power Limited for the maximum amount for which the Company may be contingently liable during next 12 month.	-	-	-	8.15	-	-	-	-	-	-	-	-	-	-				

* Remuneration paid does not include provision made for compensated absences and gratuity as the same are determined for the Company as a whole.

c) Compensation of Key Management Personnel
(₹ in Crores)

Particulars	As at March 31, 2023				As at March 31, 2022			
	Mr. Ravi Jhunjunwala	Mr. O P Ajmera*	Mr. Arvind Gupta	Total	Mr. Ravi Jhunjunwala	Mr. O P Ajmera*	Mr. Arvind Gupta	Total
Short Term Benefit	5.38	3.81	0.24	9.43	3.03	2.56	0.22	5.81
Defined Contribution Plan#	0.12	0.15	0.03	0.30	0.12	0.13	0.03	0.28
Total	5.50	3.96	0.27	9.73	3.15	2.70	0.24	6.09

* out of total remuneration paid to Mr. O P Ajmera, ₹ 0.83 crores (Previous year ₹ 0.75 crores) has been recovered from Bhilwara Energy Limited.

excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

32 EMPLOYEE BENEFIT PLAN
32.1 Defined contribution plan
i) Superannuation Fund

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company does not carry any further obligations, apart from the contributions made on a monthly basis. The Company recognized ₹ 0.10 crores (previous year ₹ 0.09 crores) in the statement of profit and loss account. (refer note 24)

ii) Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 0.49 crores (previous year ₹ 0.49 crores) in the statement of profit and loss account. (refer note 24)

32.2 Details of defined benefit plan and long term employee benefit plan
i) Gratuity Fund

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for defining the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

32.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:
i) Current and Non – Current classification in Balance Sheet
(₹ in Crores)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	0.77	1.18	1.95	0.55	1.25	1.80
Gratuity:						
- Present value of funded defined benefit obligation	2.46	2.29	4.75	1.75	2.41	4.16
Fair value of plan assets	4.22	-	4.22	4.06	-	4.06
Net defined benefit obligation			0.53	0.10	-	0.10

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment, received Presidential assent in September 2020. The Code has been published in the Gazette of India, however, the date on which the Code will come into effect is yet to be notified. The Company will assess the impact when Code and rules thereon will be notified and will record any related impact in the period the Code and rules thereon becomes effective.

ii) Movement in the present value of defined benefit obligation (₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the beginning of the period	4.16	3.84	1.80	1.71
Interest Cost	0.30	0.26	0.13	0.12
Current Service Cost	0.20	0.19	0.11	0.11
Benefits Paid	(0.09)	(0.03)	(0.07)	(0.03)
Acquisition/(Divestiture)	-	-	-	-
Actuarial (Gain)/Loss on obligation	0.18	(0.10)	(0.00)	(0.11)
Present value of obligation as at the End of the period	4.75	4.16	1.95	1.80

iii) The amounts recognized in the Profit and Loss account (₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Service Cost	0.20	0.19	0.11	0.11
Net Interest Cost	0.01	-	0.13	0.12
Remeasurements	-	-	(0.00)	(0.11)
Expense recognized in the Income Statement	0.21	0.19	0.23	0.11

iv) Amount recorded as Re-measurement (Gain) / Loss in Other Comprehensive Income (OCI) (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Actuarial (gain) / loss for the year on PBO	0.18	(0.10)
Actuarial (gain) /loss for the year on Asset	0.15	0.01
Defined benefit (gain)/loss recognized in other comprehensive income.	0.32	(0.09)

v) Movement in the fair value of plan assets (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Fair value of plan assets at the beginning of the year	4.06	3.82
Expected return on plan assets	0.15	0.25
Employer contribution	0.10	0.01
Benefits paid	(0.09)	(0.03)
Fair value of plan assets at the end of the year	4.21	4.06

vi) Major categories of plan assets (as percentage of total plan assets) (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer *	100%	100%
Bank Balance	-	-
Total	100%	100%

* In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

vii) Significant Actuarial Assumptions
(₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.38	7.23	7.38	7.23
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60	60	60	60
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012 - 14)		100 % of IALM (2012 - 14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
18 to 30 Years	3.00	3.00	3.00	3.00
31 to 44 years	2.00	2.00	2.00	2.00
Above 44 years	1.00	1.00	1.00	1.00

Note:

- (a) Discount rate is based on the prevailing market yields of Government of India Securities as at Balance Sheet date for the estimated term of the obligations.
- (b) The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors, such as supply and demand in the employment market.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

(₹ in Crores)

Particulars	Gratuity	
	For period ending March 31, 2023	For period ending March 31, 2022
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period	4.74	4.16
Impact due to increase of 0.50%	(0.11)	(0.10)
Impact due to decrease of 0.50%	0.11	0.11
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period	4.74	4.16
Impact due to increase of 0.50%	0.11	0.11
Impact due to decrease of 0.50%	(0.11)	(0.10)

Note:

- (a) Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- (b) Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

ix) Maturity Profile of defined benefit obligation
(₹ in Crores)

Expected cash flows for the next 10 years	Gratuity
0 to 1 Year	2.46
1 to 2 Year	0.05
2 to 3 Year	0.08
3 to 4 Year	0.05
4 to 5 Year	0.08
5 to 6 Year	0.06
6 Year onwards	1.97

33 In the earlier years, in respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the Company had bid and paid an upfront premium of ₹ 61.20 crores. The Company had decided to shelve off the project as the State Hydro Power Policy was not aligned with Ministry of Environment and Forest (MOEF) Policy of Government Of India which prohibits the implementation of a hydro power project in wild life /eco sensitive zone areas. In view of this, the Company had filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement.

The management had assessed that the amount was recoverable in full. The management had made a provision of 50% of the upfront premium i.e. ₹ 30.60 crores and ₹ 6.82 crores which was paid towards consultancy and other expenses was also provided for in the earlier years. The provision was made as the management expected that the settlement will take long time. On April 06, 2022, the Company has received ₹ 61.20 crores as full and final settlement from the Government of Himachal Pradesh. Hence, the provision of ₹ 30.60 crores had been reversed in the previous year and the provision of ₹ 6.82 crores had been written off during the previous year.

34 INVESTMENT IN SUBSIDIARY AND LOAN TO SUBSIDIARY (ADHPL)

- (i) The Company has investment amounting to ₹ 1,094.81 crores (including Deemed Equity investment) in AD Hydro Power Limited (subsidiary company) as on March 31, 2023. As against this, net assets of the subsidiary company as on March 31, 2023 is ₹ 1,262.88 crores. Considering the subsidiary company's financial performance and taking into consideration, the future projections and expected future cash flows from subsidiary's operations, the management is of the view that there is no impairment indicator in respect to the above investments and unsecured loans and hence are considered entirely recoverable.
- (ii) During the year ended March 31, 2009, the Company had given sub debt to ADHPL amounting to ₹ 463.80 crores at market interest rate which was classified as Loans on transition to Ind AS based on intention of the parties at that point of time. During the prior years, the Company and ADHPL mutually agreed to modify the terms of repayment of sub debt of ₹ 317.80 crores and accumulated interest of ₹ 233.96 crores on total debt whereby no further interest will be charged on these amounts from April 01, 2020. Further, at the discretion of ADHPL, ADHPL can repay ₹ 317.80 crores and ₹ 233.96 crores out of distributable profits of ADHPL and can be paid only after making dividend payments to the equity shareholders or as per the agreement signed between the Company, ADHPL and IFC.

Based on the above modification, the Company has derecognized the loan asset and accumulated interest receivable and transferred the balances to investment in subsidiary as presented under "Deemed Equity Investment." The waiver of interest and modification of terms of the sub debt are not prejudicial to the interest of the Company considering the parent and subsidiary relationship.

During the year ended March 31, 2022, ADHPL has suo moto repaid ₹ 52.46 crores from deemed equity.

35 FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

(a) Market Risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of a business. There are no material market risk affecting the financial position of the Company.

I Interest rate risk

Interest risk is the risk or uncertainty arising from possible interest rate movements and their impact on the future obligations or cash flows of a business. There are no material interest risk affecting the financial position of the Company.

II Currency risk

Currency risk is the risk or uncertainty arising from possible currency movements and their impact on the future cash flows of a business. There are no material currency risk affecting the financial position of the Company.

III Price risk

Price risk is the risk or uncertainty arising from possible raw material price movements and their impact on the future performance of a business. There are no material price risk affecting the financial position of the Company.

(b) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

(i) **Financial assets to which loss allowance is measured using lifetime /12 months Expected Credit Loss (ECL) as on March 31, 2023.**

(₹ in Crores)

Financial assets to which loss allowance is measured using lifetime / 12 months Expected credit loss(ECL)	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss/ Write off	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss/ Write off	Carrying amount net of impairment provision
Long term loans and advances to Subsidiary Company	-	-	-	146.00	-	146.00
Loan to Employees	0.24	-	0.24	0.34	-	0.34
Advance for Bara Banghal project	-	-	-	68.02	6.82	61.20
Advance recoverable from HPSEBL	22.63	-	22.63	18.70	-	18.70
Trade receivables	5.45	-	5.45	7.89	-	7.89
Cash and Cash Equivalents	73.88	-	73.88	9.19	-	9.19
Bank Balance	49.58	-	49.58	44.70	-	44.70
Interest accrued on bank deposit	0.16	-	0.16	0.19	-	0.19
Security deposit	0.10	-	0.10	0.04	-	0.04

The Company is in the power generation sector. The Company on the basis of its past experience and expectation basis best information available on date is confident on realizing all of its dues from its customers. For the disputed debtors, the Company expects to receive the interest on receivables balance which has not been accrued in the books, hence there is no requirement to recognise ECL for time value of money.

(c) **Liquidity risk**

Liquidity risk is defined as the risk that the company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Crores)

As at March 31, 2023	Less than 12 months	12 months to 3 years	More than 3 years	Total
Trade payables	6.63	0.27	3.96	10.86
Sundry deposit	0.32	-	-	0.32

(₹ in Crores)

As at March 31, 2022	Less than 12 months	12 months to 3 years	More than 3 years	Total
Trade payables	5.03	0.93	0.19	6.15
Sundry deposit	0.35	-	-	0.35

36 CAPITAL MANAGEMENT

(a) **Risk management**

The Company's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Net Debt	-	-
Total Equity	1,315.16	1,360.84
Net Debt to Equity Ratio	-	-

The above mentioned ratio is not applicable since the Company has no borrowings.

37 FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT (₹ in Crores)

Particulars	As at March 31, 2023				As at March 31, 2022			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Long term loans and advances to Subsidiary Company	-	-	-	-	-	-	146.00	146.00
Loan to Employees	-	-	0.24	0.24	-	-	0.34	0.34
Advance for Bara Banghal project	-	-	-	-	-	-	61.20	61.20
Advance recoverable from HPSEBL	-	-	22.63	22.63	-	-	18.70	18.70
Trade receivables	-	-	5.45	5.45	-	-	7.89	7.89
Cash and Cash Equivalents	-	-	73.88	73.88	-	-	9.19	9.19
Bank Balance	-	-	49.58	49.58	-	-	44.70	44.70
Interest accrued on bank deposit	-	-	0.16	0.16	-	-	0.19	0.19
Total financial assets	-	-	151.94	151.94	-	-	288.21	288.21
Trade Payables	-	-	10.86	10.86	-	-	6.15	6.15
Sundry deposit	-	-	0.32	0.32	-	-	0.35	0.35
Total financial liabilities	-	-	11.18	11.18	-	-	6.50	6.50

38 RATIOS

Particulars	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Variance (%)	Explanation-if change in ratio more than 25% from preceding year.
(a) Current ratio (in times)	Current assets	Current liabilities	8.64	8.14	6%	
(b) Debt Service Coverage Ratio (in times)	Earnings available for debt service = net profit after taxes + depreciation and amortisation expense + finance costs + non-cash operating expenses+ other non-cash adjustments	Debt service = interest + principal repayments	-	1.49	100%	Decrease is mainly on account of repayment of entire borrowings during the year.
(c) Return on Equity Ratio (in %)	Net profit after taxes	Average shareholder's equity (Total Equity)	76.92%	81.86%	-4.94%	
(d) Trade Receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	22.21	17.21	29.05%	Increase is on account of increase in revenue from operations.
(e) Trade payables turnover ratio (in times)	Net credit purchases	Average trade payables	1.76	2.80	-37.14%	Decrease is due to decrease in transmission charges and resultant payables.
(f) Net capital turnover ratio (in times)	Revenue from operations	Working capital = Current assets - Current liabilities	1.31	1.88	-30.32%	Decrease is mainly due to increase in working capital as a result of cash generated from operations during the current year.
(g) Net profit ratio (in %)	Profit for the year	Revenue from operations	76.62%	106.00%	-29.38%	Decrease is due to decrease in profit as compared to previous year, as in previous year there was provision booked for Bara Bhangal project which is received in current year.
(h) Return on Capital employed (in %)	Profit before tax and finance costs	Capital employed = Tangible net worth + total debt + deferred tax liability	8.48%	9.09%	-6.71%	
(i) Return on investment (in %)	Income generated from invested funds	Time weighted average investments	0.74%	8.72%	-91.51%	Decrease is due to increase in investment as there is purchase of shares of ADHPL from IFC and decrease in interest income on sub debt during the year as it is fully repaid.

Note: Debt-Equity ratio and Inventory Turnover ratio is not applicable to the Company.

39 OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with struck off Companies under Companies Act, 2013 or Companies Act, 1956.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (x) There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

40 CORPORATE SOCIAL RESPONSIBILITY (CSR)

Where the company covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

Particulars	(₹ in Crores)	
	As at March 31, 2023	As at March 31, 2022
(i) Amount required to be spent by the company during the year,	1.48	1.50
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	0.52	0.06
(b) On purposes other than (a) above	0.96	0.46
(iii) Shortfall at the end of the year,	-	0.98
(iv) Total of previous years shortfall,	-	0.91
(v) Reason for shortfall,	On account of ongoing projects	On account of ongoing projects
(vi) Nature of CSR activities,	Refer Note 27(ii)	Refer Note 27(ii)
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

- 41 The Board of Directors of the Company in its meetings held on August 02, 2022 and November 01, 2022 had declared an interim dividend of ₹ 5.60 and 3.00 per equity share of face value ₹ 10 per share amounting to ₹ 82.61 and 44.26 crores respectively.
- 42 Effective April 01, 2019, the Company adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 0.23 crores as at April 01, 2019 as disclosed in Note 3.

- 43** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

**For and on behalf of the Board of Directors of
Malana Power Company Limited**

Ravi Jhunjhunwala
Chairman and Managing Director
DIN: 00060972

Rahul Varshney
Director
DIN: 03516721

O.P. Ajmera
Executive Director, CEO and CFO
DIN: 00322834

Ankur Vijay
Company Secretary
M.No.: ACS 38680

Place: Jari, Kullu, H.P.
Date: May 10, 2023

CONSOLIDATED FINANCIAL STATEMENTS
OF



MALANA POWER COMPANY LIMITED

CIN : U40101HP1997PLC019959

Independent Auditor's Report

(Consolidated)

To The Members of Malana Power Company Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Malana Power Company Limited ("the Parent") and its subsidiary company, (the Parent and its subsidiary company together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2023, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Loss), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS') and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 31(A)(i)(b) to the consolidated financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL) in case of the Parent.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the Board's report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon. The Board's report is expected

to be made available to us after the date of this auditor's report.

- Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Board's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Management of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are

free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls with reference to the consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative

materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Loss, the Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors of the Parent as on March 31, 2023 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary Company in India, none of the directors of the Group Companies incorporated in India are disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to the consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's report of the Parent and its subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to the consolidated financial statements of those companies.
 - g) In our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary company incorporated in India, the remuneration paid by the Parent and such subsidiary company to their respective directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The consolidated financial statements disclose the impact of pending litigations on its financial position of the Group. (Refer Note 31 A (i) and 31 B (i) to the consolidated financial statements)
- ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. (Refer Note 31A(ii) and 31B(ii) to the consolidated financial statements)
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent and its subsidiary company incorporated in India. (Refer note 39(ix) to the consolidated financial statements)
- iv. (a) The respective managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented that, to the best of their knowledge and belief as disclosed in the note 39(v) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The respective managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented, that, to the best of their knowledge and belief as disclosed in

the note 39(vi) to the consolidated financial statements, no funds have been received by the Parent or any of such subsidiaries from any person(s) or entity(ies), including foreign entity (ies) ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary which is the company incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The interim dividend has been declared or paid by the Company during the year.
 - vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the consolidated financial year ended March 31, 2023.
2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us of the subsidiary included in the consolidated financial statements to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in the CARO report of the subsidiary included in the consolidated financial statements except for the following:

Name of the company	CIN	Nature of relationship	Clause Number of CARO report with qualification or adverse remark
AD Hydro Power Limited	U40101HP2003PLC026108	Subsidiary	Clause 3(i)(c)

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Satpal Singh Arora

(Partner)

(Membership No. 098564)

UDIN: 23098564BGVUUF3493

Place: Gurugram

Date: May 10, 2023

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to consolidated financial statements of Malana Power Company Limited (hereinafter referred to as “Parent”) and its subsidiary company, which is the Company incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent and its subsidiary company which is the company incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the internal control with reference to consolidated financial statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Parent and its subsidiary company, which is a company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Parent and its subsidiary company which is a company incorporated in India.

Meaning of Internal Financial Controls with reference to consolidated financial statements

A company’s internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Parent and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control with reference to consolidated financial statements established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells LLP

Chartered Accountants
(Firm’s Registration No. 117366W/W-100018)

Satpal Singh Arora

(Partner)
(Membership No. 098564)
UDIN: 23098564BGVUUF3493

Place: Gurugram
Date: May 10, 2023

Balance Sheet

as at March 31, 2023 (Consolidated)

(₹ in Crores)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	3	1,271.29	1,312.80
(b) Capital work in progress	3.1	0.47	-
(c) Intangible Assets	4	0.04	0.05
(d) Financial assets			
(i) Trade receivables	9	33.10	33.10
(ii) Loans	5	0.24	0.36
(iii) Others	6	22.66	18.67
(e) Non-current tax assets	12	2.37	10.12
(f) Other non-current assets	7	0.31	0.28
		1,330.48	1,375.38
2 Current assets			
(a) Inventories	8	12.38	12.54
(b) Financial assets			
(i) Trade receivables	9	8.96	20.14
(ii) Cash and cash equivalents	10	77.69	17.73
(iii) Bank balances other than (ii) above	11	141.87	62.76
(iv) Loans	5	0.38	0.25
(v) Other	6	0.34	61.53
(c) Other current assets	7	3.52	3.38
		245.14	178.33
Total Assets		1,575.62	1,553.71
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	13	147.53	147.53
(b) Other equity	14	1,335.73	1,214.56
Equity attributable to Equity shareholders		1,483.26	1,362.09
Non-controlling interest		-	67.39
Total Equity		1,483.26	1,429.48
LIABILITIES			
1 Non-current liabilities			
(a) Financial liabilities			
Borrowings	15	-	66.22
(b) Provisions	16	3.07	2.93
(c) Deferred tax liabilities (net)	17	49.61	12.69
		52.68	81.84
2 Current liabilities			
(a) Financial liabilities			
(i) Short term Borrowings	15	-	8.15
(ii) Trade payables	18		
- total outstanding dues of micro and small enterprises		0.06	-
- total outstanding dues of creditors other than micro and small enterprises		33.15	22.50
(iii) Other financial liabilities	19	0.40	0.52
(b) Provisions	16	2.04	1.00
(c) Current tax liabilities	12	2.41	7.85
(d) Other current liabilities	20	1.62	2.37
		39.68	42.39
Total Equity and Liabilities		1,575.62	1,553.71

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration Number: 117366W/W-100018)

Satpal Singh Arora
Partner
(Membership No.- 098564)

For and on behalf of the Board of Directors of
Malana Power Company Limited

Ravi Jhunjhunwala
Chairman and Managing Director
DIN: 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN: 00322834

Rahul Varshney
Director
DIN: 03516721

Ankur Vijay
Company Secretary
M.No.: ACS 38680

Place: Gurugram
Date: May 10, 2023

Place: Jari, Kullu, H.P.
Date: May 10, 2023

Statement of Profit & Loss

for the Year Ended March 31, 2023 (Consolidated)

(₹ in Crores)			
Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
I Revenue from operations	21	463.33	369.74
II Other Income	22	16.83	46.77
III Total Income (I+II)		480.16	416.50
IV Expenses			
Transmission Charges	22.1	20.17	58.00
Employee benefits expenses	23	35.68	28.80
Finance costs	24	1.53	25.07
Depreciation and amortisation expenses	25	42.40	54.06
Other expenses	26	37.48	31.50
Total expenses		137.26	197.43
V Profit before tax (III-IV)		342.90	219.07
VI Tax Expense			
(a) Current tax expense	27	35.22	27.57
(b) Deferred tax charge/(credit)	27	26.10	(0.81)
(c) Tax related to earlier years	27	(2.03)	-
Income tax expense		59.29	26.76
VII Profit for the year (V-VI)		283.61	192.31
Profit attributable to owners of the company		268.79	180.51
Non-controlling interest		14.82	11.80
Profit for the year		283.61	192.31
VIII Other comprehensive income/(loss)			
Items that will not to be reclassified subsequently to profit or loss:			
- Re-measurement gains on defined benefit plans (net of tax)		(0.50)	0.01
- Income tax relating to items that will not be reclassified to profit or loss		0.09	(0.03)
Other comprehensive loss for the year		(0.41)	(0.02)
Other comprehensive income/(loss) attributable to owners of the company		(0.41)	(0.01)
Non-controlling interest		-	(0.01)
IX Total comprehensive income for the year, net of tax (VII +VIII)		283.20	192.29
Total comprehensive income attributable to owners of the company		268.38	180.51
Non-Controlling interest		14.82	11.79
Earnings per equity share (Face value of ₹ 10 per share)			
Basic (in ₹)	28	18.22	12.24
Diluted (in ₹)	28	18.22	12.24

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Chartered Accountants

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Executive Director, CEO and CFO

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Ankur Vijay

Company Secretary

M.No.: ACS 38680

Place: Gurugram

Date: May 10, 2023

Place: Jari, Kullu, H.P.

Date: May 10, 2023

Statement of Changes in Equity

for the Year Ended March 31, 2023 (Consolidated)

A. Equity Share Capital

1 Current reporting period

(₹ in Crores)

Particulars	Balance as at April 01, 2022	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2022	Changes in equity share capital during the current year	Balance as at March 31, 2023
Authorised					
16,00,00,000 equity shares of ₹ 10 each	160.00	-	160.00	-	160.00
Issued, Subscribed and fully paid-up					
14,75,25,731 equity shares of ₹ 10 each fully paid	147.53	-	147.53	-	147.53

2 Previous reporting period

(₹ in Crores)

Particulars	Balance as at April 01, 2021	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2021	Changes in equity share capital during the current year	Balance as at March 31, 2022
Authorised					
16,00,00,000 equity shares of ₹ 10 each	160.00	-	160.00	-	160.00
Issued, Subscribed and fully paid-up					
14,75,25,731 equity shares of ₹ 10 each fully paid	147.53	-	147.53	-	147.53

B. Other Equity

1 Current reporting period

(₹ in Crores)

	Reserves and Surplus		Non-Controlling Interest	Total
	Securities premium	Retained earnings		
Balance as at April 01, 2022	325.46	889.10	67.39	1,281.95
Profit for the year	-	268.79	14.82	283.61
Other comprehensive loss during the year		(0.41)	-	(0.41)
Total	325.46	1,157.48	82.21	1,565.15
Interim dividend paid during the year (Refer Note 42)	-	(126.87)	-	(126.87)
Adjustment in carrying amount of NCI				
On account of shares purchased			(82.21)	(82.21)
Adjustment on account of additional payment to minority shareholders		(20.33)		(20.33)
Balance as at March 31, 2023	325.46	1,010.28	-	1,335.73

2 Previous reporting period

(₹ in Crores)

	Reserves and Surplus		Non-Controlling Interest	Total
	Securities premium	Retained earnings		
Balance as at April 01, 2021	325.46	726.30	55.60	1,107.36
Profit for the year	-	180.52	11.80	192.32
Other comprehensive loss during the year		(0.01)	(0.01)	(0.02)
Total	325.46	906.81	67.39	1,299.65
Interim dividend paid during the year (Refer Note 42)	-	(17.70)	-	(17.70)
Balance as at March 31, 2022	325.46	889.10	67.39	1,281.95

Nature and Description of Reserves:

(i) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) **Retained earnings:-**

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration Number: 117366W/W-100018)

Satpal Singh Arora

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Ankur Vijay

Company Secretary

M.No.: ACS 38680

Place: Gurugram

Date: May 10, 2023

Place: Jari, Kullu, H.P.

Date: May 10, 2023

Statement of Cash Flow

for the Year Ended March 31, 2023 (Consolidated)

(₹ in Crores)		
Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	342.90	219.07
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expenses	42.40	54.06
Loss on sale of property plant and equipment	0.14	0.22
Finance Cost	1.53	25.07
Interest Income	(8.55)	(4.19)
Provision no longer required written back (Refer Note 34)	-	(30.60)
Working Capital Adjustments:		
(Increase)/Decrease in trade receivables	11.19	(11.37)
(Increase)/Decrease in financial assets - loans	0.10	(0.03)
Decrease in other financial assets	57.30	0.35
Increase in other current asset	(0.17)	(0.97)
(Increase)/Decrease in inventories	0.15	(0.59)
Decrease in other financial liabilities	(0.13)	(0.02)
Increase in provisions	0.67	0.74
Increase in Trade Payable	10.66	9.19
Increase/(Decrease) in other current liabilities	(0.75)	0.62
Cash generated from operations	457.44	261.56
Income Tax paid (net of refunds)	(19.76)	(25.51)
Net cash flows from operating activities	437.68	236.06
B. Cash flow from investing activities		
Purchase of property, plant & equipment	(1.68)	(0.99)
Proceeds from sale of property, plant & equipment	0.20	0.10
Loans given during the year	(0.01)	(0.10)
Loans repaid during the year	-	0.17
Fixed deposits placed during the year	(581.42)	(62.46)
Fixed deposits matured during the year	502.31	64.44
Interest received	16.30	19.11
Purchase of shares of subsidiary Company	(102.55)	-
Net cash flows from/(used in) investing activities	(166.84)	20.26
C. Cash flow from financing activities		
Repayments of borrowings	(74.37)	(196.65)
Interim dividend paid during the year	(126.87)	(17.70)
Interest paid	(9.64)	(38.69)
Net cash used in financing activities	(210.88)	(253.05)
Net increase in Cash and Cash equivalents	59.96	3.27
Cash and Cash equivalent at the beginning of the year	17.73	14.46
Cash and Cash equivalent at period end (Refer Note 10)	77.69	17.73

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration Number: 117366W/W-100018)

Satpal Singh Arora
Partner
(Membership No.- 098564)

**For and on behalf of the Board of Directors of
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Executive Director, CEO and CFO
DIN: 00322834

Place: Jari, Kullu, H.P.
Date: May 10, 2023

Rahul Varshney
Director
DIN: 03516721

Ankur Vijay
Company Secretary
M.No.: ACS 38680

Place: Gurugram
Date: May 10, 2023

Notes to Consolidated Financial Statements

for the Year Ended March 31, 2023

1 CORPORATE INFORMATION

The consolidated financial statements comprises Malana Power Company Limited (MPCL) (Holding Company) and its one subsidiary i.e. AD Hydro Power Limited (ADHPL) (together referred to as "Group") for the year ended March 31, 2023.

The Group is engaged in the generation of hydro- electric power and development of hydro power projects. The subsidiary Company considered in the consolidated financial statements is 'AD Hydro Power Limited' with proportion of 100% ownership as on March 31, 2023.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Amendments to Ind AS 1 and Ind AS 8 - Definition of "material"

The Group has adopted the amendments to Ind AS 1 and Ind AS 8. The amendments make the definition of material in Ind AS 1 easier to understand and are not intended to alter the underlying concept of materiality in Ind ASs. The concept of 'obscuring' material information with immaterial information has been included as part of the new definition.

The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'. The definition of material in Ind AS 8 has been replaced by a reference to the definition of material in Ind AS 1. In addition, the MCA amended other standards that contain the definition of 'material' or refer to the term 'material' to ensure consistency.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these consolidated financial statements.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiary as at March 31, 2023. Control is achieved when the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

The Group re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, Liabilities, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statement in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e. year ended on March 31, 2023. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if the results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Consolidation Procedure:

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows to the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statement. Ind AS 12 Income tax applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

2.3 Summary of significant accounting policies

(a) Use of estimates

The preparation of consolidated financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects boths current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I. Service Concession Arrangements

Management has assessed applicability of Appendix D of Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Group. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II. Deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period and recognized to the extent that it is probable that sufficient taxable profits will be available to utilize the deferred tax asset.

III. Claims and Litigations

The Group is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Group reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Group establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Group's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Group evaluates, among other factors, the degree of probability of an unfavorable outcome and the ability to make a reasonable estimate of the amount of the loss. The Group does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Group determined that there were no matters that required an accrual as of March 31, 2023 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

IV. Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its PPE to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is an indication at the end of a reporting period that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount.

(b) Revenue Recognition

The Group recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Group's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectibility is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Unscheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis.

In an arrangements where the Group sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Group has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Group expects to be entitled from a customer, net of returns and allowances, discounts, volume rebates and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER), Carbon Credit Entitlement / Certified Emission Reductions ("CER")

The Group recognize carbon emission reduction "CER" income in the period when it is reasonably certain that the Group will be able to comply with the conditions necessary to obtain these carbon emission reduction. The Group recognise CER value at average price of open contract for sale of CER with customers.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

(c) Inventory Valuation

Inventories comprising of components, stores and spares are valued at lower of cost and net realizable value. Scrap is valued at net realisable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Dam, Reservoir, Barrage etc)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipments	3-6
Office equipments	5

(e) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years. The Group has considered the useful life of 3 years to provide amortization on Software.

The intangible assets are assessed for impairment whenever there is indication that the intangible assets may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

(f) Leases

The Group assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- (1) The contract involves the use of an identified asset,
- (2) The Group has substantially all of the economic benefits from use of the identified asset, and
- (3) The Group has the right to direct the use of the identified asset.

Group as a lessee

The Group recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Group as a lessor

Leases where the Group does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

(g) Impairment of Non-Financial Assets

The group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount.

(h) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Subsequent measurement

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities measured at fair value through profit or loss are recognised immediately in the statement of profit and loss.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

Classification of financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. Investments in debt mutual funds are measured at fair value through profit or loss as per the business model and contractual cash flow test.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost using the effective interest rate method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition, the Company makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, other than equity investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Equity Instruments through Other Comprehensive Income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading. Other financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Derecognition of financial assets

The Company derecognises financial assets in accordance with the principles of Ind AS 109 which usually coincides receipt of payment or write off of the financial asset.

Financial liabilities and equity instruments**Classification as debt or equity**

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are subsequently measured at amortised cost using the effective interest method or FVTPL. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the Effective Interest Rate (EIR) amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss. Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Financial liabilities are classified as held for trading if these are incurred for the purpose of repurchasing in the near term. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for

managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

(i) Retirement and other employee benefits

1 Defined Contribution Plan:

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

2 Defined Benefit Plan:

Gratuity

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with ICICI Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Group contributes to the Group Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance Company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in notes to accounts to the consolidated financial statements.

The Group recognises the following changes in the net defined benefit obligation under Employee benefit expense in Consolidated statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Consolidated Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

(j) Taxes

Current income tax

The Company's tax jurisdiction is in India. Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions.

In arriving at taxable profit and tax bases of assets and liabilities, the Company recognised taxability of amounts in accordance with tax enactments, case law and opinions of tax counsel, as relevant. Where differences arise on tax assessment, these are booked in the period in which they are agreed or on final closure of assessment.

Deferred Tax

Deferred tax is provided on temporary difference between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the

asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

(k) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

(l) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

(m) Contingent Liability

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

(n) Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(o) Fair Value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on reporting date, the Group doesnot have any financial instrument which has been measured either through FVTPL or FVTOCI.

(p) Current versus Non-Current

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- 1 Expected to be realised or intended to be sold or consumed in normal operating cycle
- 2 Held primarily for the purpose of trading
- 3 Expected to be realised within twelve months after the reporting period, or
- 4 Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- 1 It is expected to be settled in normal operating cycle
- 2 It is held primarily for the purpose of trading
- 3 It is due to be settled within twelve months after the reporting period, or
- 4 There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

(q) Going concern

The directors here, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

(r) Subsequent events

Based on the nature of the event, the Group identifies the events occurring between the consolidated balance sheet date and the date on which the consolidated financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the consolidated balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Group may provide a disclosure in the consolidated financial statements considering the nature of the transaction.

(s) Recent Indian Accounting Standards (Ind AS)

Recent accounting pronouncements Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Crores)

Particulars	Freehold Land (Refer Note 3 below)	Hydraulic Work	Building Bridges and Roads (Refer Note 1 below)	Plant & Equipment	Transmission Line (Refer Note 2 below)	Furniture and Fixtures	Office Equipments	Computers & Networks	Electric Installations	Vehicles	Total
Gross carrying value											
As at April 1, 2021	32.69	1,020.70	304.84	586.90	443.38	1.89	2.15	1.21	6.32	3.07	2,403.14
Additions	-	-	-	0.00	-	0.04	0.54	0.07	0.00	0.36	1.00
Disposals	-	-	-	0.49	-	1.29	0.15	0.26	0.05	0.27	2.52
As at March 31, 2022	32.69	1,020.70	304.84	586.41	443.38	0.63	2.53	1.02	6.27	3.16	2,368.94
Additions	-	-	-	0.09	-	0.09	0.20	0.13	0.00	0.71	1.22
Disposals	-	-	-	0.20	-	0.15	0.26	0.04	0.02	0.57	1.23
As at March 31, 2023	32.69	1,020.70	304.84	586.30	443.38	0.58	2.47	1.11	6.25	3.30	2,369.39
Accumulated Depreciation											
As at April 1, 2021	-	393.71	242.94	235.02	154.30	1.64	1.68	0.95	5.38	1.35	1,036.97
Charge for the year	-	20.10	12.59	11.51	9.10	0.03	0.19	0.10	0.12	0.34	54.09
Disposals	-	-	-	0.35	-	1.22	0.15	0.25	0.05	0.19	2.21
As at March 31, 2022	-	413.81	255.52	246.18	163.40	0.46	1.72	0.80	5.45	1.50	1,088.84
Charge for the year	-	20.09	0.89	11.51	9.10	0.03	0.19	0.13	0.11	0.34	42.40
Disposals	-	-	-	0.10	-	0.13	0.24	0.04	0.02	0.39	0.92
As at March 31, 2023	-	433.90	256.42	257.59	172.50	0.36	1.67	0.89	5.54	1.44	1,130.32
Net carrying value											
As at March 31, 2022	32.69	606.89	49.32	340.22	279.98	0.18	0.81	0.21	0.82	1.66	1,312.80
As at March 31, 2023	32.69	586.80	48.43	328.71	270.88	0.22	0.80	0.22	0.70	1.85	1,271.29

Notes :

All the assets are owned by the company except as mentioned otherwise:

- 1) Building, bridges and roads includes cost of road ₹ 13.57 crores (Previous year ₹ 13.57 crores) and written down value of ₹ 0.61 crores (previous year ₹ 0.61 crores) constructed on forest land diverted for the project.
- 2) Gross block of transmission line includes payment for 'Right to use' amounting to ₹ 52.96 crores (Previous year ₹ 52.96 crores) and accumulated depreciation of ₹ 16.69 crores as on March 31, 2023 (including depreciation charged during the year of ₹ 1.32). 'Right to use' is an irrevocable perpetual right of use of land, but the ownership of the land does not vest with the Company.
- 3) Land includes ₹ 29.99 crores paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of the Company has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers and mutation is in progress.

3.1 Capital Work in progress

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Capital work-in-Progress (CWIP)	0.47	-
Total	0.47	-

CWIP as at 31 March 2023	<1 year	1-2 Years	2-3 Years	>3 years	Total
Project in progress	0.47	-	-	-	-
CWIP as at 31 March 2022	<1 year	1-2 Years	2-3 Years	>3 years	Total
Project in progress	-	-	-	-	-

As on March 31, 2023, the projects under CWIP are not overdue and has not exceeded its cost compared to its original plan and none of the projects are suspended.

4. INTANGIBLE ASSET

(₹ in Crores)

Particulars	Computer software	Total
Gross carrying value		
As at April 1, 2021	1.05	1.05
Additions	-	-
Disposals	-	-
As at March 31, 2022	1.05	1.05
Addition	-	-
Disposals	-	-
As at March 31, 2023	1.05	1.05
Accumulated Amortisation		
As at April 1, 2021	0.99	98.55
Charge for the year	0.01	0.01
Disposals	-	-
As at March 31, 2022	1.00	1.00
Charge for the year	0.01	0.01
Disposals	-	-
As at March 31, 2023	1.01	1.01
Net carrying value		
As at March 31, 2022	0.05	0.05
As at March 31, 2023	0.04	0.04

5. LOANS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good (Measured at amortised cost)				
Loans to employees	0.24	0.36	0.38	0.25
Total	0.24	0.36	0.38	0.25

6. OTHER FINANCIAL ASSETS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
a) Advance for Bara Banghal project (Refer Note 34)	-	-	-	61.20
b) Others - Unsecured, considered good				
- Recoverable from Himachal Pradesh State Electricity Board Limited (HPSEBL) (Net)**	22.63	18.63	-	0.07
- Interest accrued on banks deposits	-	-	0.34	0.26
- Deposits with original maturity period of more than 12 months*	0.03	0.03	-	-
Total (b)	22.66	18.67	0.34	0.33
Total (a+b)	22.66	18.67	0.34	61.53

*Fixed deposit of ₹ 0.03 crores (Previous year ₹ 0.03 crores) pledged with the H.P. Government Sales Tax Department and Transport Authority.

**Includes amount paid under protest of ₹ 28.17 crores (Previous year- ₹ 28.17 crores) (as fully described in Note 31A(b)) less adjustment of ₹ 5.54 crores (Previous year- ₹ 9.54 crores) payable to HPSEBL.

7. OTHER ASSETS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
(i) Advances to employees	-	0.01	0.17	0.22
(ii) Prepaid expenses	0.08	0.10	1.60	1.51
(iii) Security deposits	0.22	0.16	-	-
(iv) Advances recoverable in cash or in kind				
- Unsecured considered good	-	-	1.75	1.65
- Unsecured considered doubtful	-	-	0.24	0.24
Less: Provision for doubtful advances	-	-	(0.24)	(0.24)
Total	0.31	0.28	3.52	3.38

8. INVENTORIES (LOWER OF COST AND NET REALIZABLE VALUE)

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Stores and spares*	12.38	12.54
Total	12.38	12.54

* Includes store lying with third parties

9. TRADE RECEIVABLES

(₹ in Crores)

Particulars	Non-Current*		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Trade Receivables				
Unsecured, considered good	33.10	33.10	8.96	20.14
Unsecured, considered doubtful	3.17	3.17	-	-
Less : Provision for expected credit loss	(3.17)	(3.17)	-	-
	33.10	33.10	8.96	20.14

*Pertains to receivables from HPSEBL for usage of transmission line which will be received once the matter mentioned in footnote to Note 6(b) and 31A(b) will be finally disposed off. Also, refer Note 35A(ii).

Note : The average credit period for the Company's receivables from its generation and sale of power business is in the range of 5 to 7 days and transmission business is in the range of 30 to 60 days.

Trade Receivables Ageing Schedule- Non Current

(₹ in Crores)

As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Disputed Trade Receivables - others	-	-	-	0.63	3.36	32.28	36.27
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(3.17)	(3.17)
Total	-	-	-	0.63	3.36	29.11	33.10

(₹ in Crores)

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Disputed Trade Receivables - others	-	-	-	3.57	21.16	11.54	36.27
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(3.17)	(3.17)
Total	-	-	-	3.57	21.16	8.37	33.10

Trade Receivables Ageing Schedule- Current

(₹ in Crores)

As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	7.01	1.02	0.19	-	-	-	8.23
Trade Receivable-Billed	7.01	1.02	0.19	-	-	-	8.23
Trade Receivable-Unbilled	0.73	-	-	-	-	-	0.73
Total	7.74						8.96

(₹ in Crores)

As at March 31, 2022	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	17.00	1.99	0.43	-	-	-	19.41
Trade Receivable-Billed	17.00	1.99	0.43	-	-	-	19.41
Trade Receivable-Unbilled	0.73	-	-	-	-	-	0.73
Total	17.73	1.99	0.42	-	-	-	20.14

10. CASH AND CASH EQUIVALENTS

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Cash on hand	0.05	0.05
(b) Balances with banks :		
- In Current Accounts	1.84	1.68
- In Deposit Accounts (with original maturity less than 3 months)	75.80	16.00
Total	77.69	17.73

11. BANK BALANCES (OTHER THAN CASH AND CASH EQUIVALENTS)

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
(a) In Earmarked Accounts (Deposits kept as margin money)*	0.67	5.80
(b) In deposit account (with original maturity more than 3 months and less than 12 months)	141.20	56.96
Total	141.87	62.76

* includes amount of ₹ 0.48 crores (Previous year - 0.30 crores) held as margin money against wheeling charges and amount of ₹ 0.19 crores and ₹ 5.50 crores held as margin money with IDBI Bank Limited as at March 31, 2023 and IDBI Trustee as on March 31, 2022 respectively.

12. TAX ASSETS/(TAX LIABILITIES)

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Advance Income Tax	2.37	10.12	-	-
Provision for Income Tax	-	-	(2.41)	(7.85)
Tax Assets/(Tax liabilities)	2.37	10.12	(2.41)	(7.85)

13. SHARE CAPITAL

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
16,00,00,000 (previous year 16,00,00,000) equity shares of ₹ 10 each	160.00	160.00
Issued, Subscribed and fully paid-up		
14,75,25,731 (previous year 14,75,25,731) equity shares of ₹ 10 each, fully paid	147.53	147.53
Total	147.53	147.53

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the period

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount (₹ in crores)	No. of shares	Amount (₹ in crores)
Shares outstanding at the beginning of the year	14,75,25,731	147.53	14,75,25,731	147.53
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	14,75,25,731	147.53	14,75,25,731	147.53

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) **Shares held by Parent Company**

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount (₹ in crores)	No. of shares	Amount (₹ in crores)
Bhilwara Energy Limited, the Parent Company	7,52,38,123	75.24	7,52,38,123	75.24

(d) **Details of shareholders holding more than 5% shares in the Company**

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% Holding	No. of shares	% Holding
Name of the Shareholders				
Bhilwara Energy Limited	7,52,38,123	51.00%	7,52,38,123	51.00%
Statkraft Holding Singapore Pte Limited	7,22,87,608	49.00%	7,22,87,608	49.00%

(e) **Shares held by promoters**

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	Bhilwara Energy Limited	7,52,38,123	51%	7,52,38,123	51%
Total		7,52,38,123	51%	7,52,38,123	51%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

14. OTHER EQUITY

Share premium Account		(₹ in Crores)
Balance as at April 1, 2021		325.46
Additions during the year		-
Balance as at March 31, 2022		325.46
Additions during the year		-
Balance as at March 31 2023		325.46
Retained earnings		
Balance as at April 1, 2021		727.10
Profit for the year		180.52
Interim dividend paid during the year 2020-21		(17.70)
Balance as at March 31, 2022		889.92
Profit for the year		248.46
Interim dividend paid during the year (Refer Note 41)		(126.87)
Balance as at March 31 2023		1,011.51
Other Comprehensive Income		
Balance as at April 1, 2021		(0.80)
Other comprehensive profit for the year, net of tax		(0.01)
Balance as at March 31, 2022		(0.82)
Other comprehensive loss for the year		(0.41)
Balance as at March 31 2023		(1.23)

Nature and Description of Reserve :

(i) **Securities Premium:-**

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) **Retained earnings:-**

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

15. BORROWINGS

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Secured-Measured at amortised cost		
Term loans from banks	-	74.37
Current maturities of long term borrowings	-	(8.15)
Total	-	66.22

In case of Subsidiary Company

Interest on term loan from Indusind Bank Limited is 6.20% per annum (Previous year 8.00% per annum). This loan is fully repaid during the year.

The loan is secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the company, on pari passu basis. Further, the Parent Company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 80.00 crores) in case of default in repayment and has also pledge its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%)) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

16. PROVISIONS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits				
Provision for gratuity	-	-	1.19	0.36
Provision for compensated absences	3.07	2.93	0.85	0.64
Total	3.07	2.93	2.04	1.00

17. DEFERRED TAX ASSETS / (LIABILITIES) (NET)

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
A. Tax effects of items constituting deferred tax liability:		
Property, plant & equipment	232.81	24.22
Total Deferred tax liabilities (A)	232.81	24.22
B. Tax effects of items constituting deferred tax assets:		
Others	(183.20)	(0.62)
MAT Credit entitlement	-	(10.91)
Total Deferred tax assets (B)	(183.20)	(11.53)
Net Deferred tax (assets)/ liabilities (A+B)	49.61	12.69

18. TRADE PAYABLES

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Trade payables		
- total outstanding dues of micro and small enterprises	0.06	-
- total outstanding dues of creditors other than micro and small enterprises	33.15	22.50
Total	33.21	22.50

Ageing for trade payable outstanding as at March 31, 2023 is as follows:

(₹ in Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Trade payable							
MSME	0.01	0.05	-	-	-	-	0.06
Others	2.70	8.29	16.71	0.28	0.71	4.47	33.15
Total	2.71	8.34	16.71	0.28	0.71	4.47	33.21

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

(₹ in Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	-	-	-	-	-	-	-
Others	1.62	-	18.85	1.02	0.22	0.79	22.50
Total	1.62	-	18.85	1.02	0.22	0.79	22.50

19. OTHER FINANCIAL LIABILITIES

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Sundry deposits	0.41	0.45
b) Capital Creditors	-	0.07
Total	0.40	0.52

20. OTHER LIABILITIES

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory liabilities	0.97	1.30
Advance received for tower rerouting work	0.65	1.07
Total	1.62	2.37

21. REVENUE FROM OPERATIONS

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Revenue from operations		
a) Revenue from power supply (net)	454.79	361.76
b) Revenue from Transmission income	8.54	7.98
Revenue from Operations (net)	463.33	369.74

22. OTHER INCOME

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Interest income		
i) Financial assets held at amortised cost		
- Interest on bank deposits	8.28	4.18
- Interest on employee loan	-	0.01
ii) Others		
- Interest on income tax refund	0.26	-
b) Others non operating income		
- Sale of Emission Reductions	6.91	1.39
- Insurance claim	0.00	9.39
- Provision no longer required written back (Refer Note 34)	-	30.60
- Miscellaneous income	1.38	1.20
Total	16.83	46.77

22.1 Transmission charges

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Open access charges	9.65	23.31
Bulk power transmission charges (Refer note 31(B)(i)(e))	3.82	29.15
Wheeling Charges	6.70	5.54
Total	20.17	58.00

23. EMPLOYEE BENEFITS EXPENSES

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Salaries, wages and bonus	32.49	26.02
b) Contribution to provident and other funds (Refer Note 33.1)	1.48	1.29
c) Gratuity expenses (Refer Note 33.3)	0.43	0.37
d) Compensated Absences expenses (Refer Note 33.3)	0.47	0.25
e) Workmen and staff welfare expenses	0.81	0.88
Total	35.68	28.80

24. FINANCE COSTS

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Interest cost		
- Interest on term loans	1.51	17.37
- Interest on delayed payment of Income Tax	-	1.76
b) Other Borrowing cost		
- Finance and Bank charges	0.03	5.95
Total	1.53	25.07

25. DEPRECIATION AND AMORTISATION EXPENSES

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Depreciation on property, plant and equipment	42.39	54.05
b) Amortisation of intangible assets	0.01	0.01
Total	42.40	54.06

26. OTHER EXPENSES

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Consumption of stores and spares	6.51	3.78
Rent	0.69	0.63
Power and fuel	2.01	1.92
Repair and maintenance		
- Buildings	0.86	1.52
- Plant and machinery	5.87	3.01
- Others	2.59	2.49
Rates and taxes	0.20	0.05
Insurance	4.61	4.49
Payment to auditor	0.46	0.41
Communication costs	0.10	0.10
Printing and stationery	0.06	0.05
Travelling and conveyance	0.85	0.76
Membership fees and subscriptions	0.12	0.06
Legal and professional fees	2.92	2.39
Social welfare expenses	0.40	0.79
Corporate Social responsibility expenses	2.57	2.19
Security arrangement expense	2.58	2.15
Vehicle running & hiring expenses	1.20	1.14
Loss on sale of fixed assets written off (net)	0.14	0.22
Bad debt written off	-	1.25
Outsourced support cost	0.88	0.73
Miscellaneous expenses	1.87	1.37
Total	37.48	31.50

27. INCOME TAX EXPENSE

(₹ in Crores)		
a) Income tax recognised in profit and loss		
Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Current tax	35.22	27.57
b) Deferred tax credit	26.10	(0.81)
c) Tax related to earlier years	(2.03)	-
Total Income tax expenses recognised in the current year	59.29	26.76
b) The income tax expense for the year can be reconciled to the profit before tax as follows:		
Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Accounting profit before tax	342.90	219.07
Profit/Loss before tax from a discontinued operation		
Accounting Profit before Income Tax	342.90	219.07
At India's statutory income tax rate of 27.14%	90.79	50.99
Tax effect of permanent differences:		
Tax effect of expenses that are not deductible for determining taxable profits	(1.86)	(0.92)
Tax effect of income from sale of emission reductions certificates taxable at lower rate	0.90	-
Tax effect of income on account of provision written back for bara banghal project	-	(0.19)
Less: Tax related to earlier years	(2.03)	-
Less: Set off of carried forward unabsorbed depreciation	(55.45)	(23.13)
Tax effect of deferred tax assets not recognized till date	(48.38)	-
Tax effect of temporary differences that are not deductible for determining taxable profits	(2.02)	-
Tax effects of unabsorbed depreciation	77.34	-
Income tax expenses reported in the Statement of Profit and Loss	59.29	26.76

28. EARNINGS PER SHARE

(₹ in Crores)		
Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Profit for the year attributable to owners of the Company (₹ in crores) (A)	268.79	180.51
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of share in crores) (B)	14.75	14.75
Basic and diluted earning per share (A/B) (in ₹)	18.22	12.24

29. SEGMENT REPORTING

The Group's activities involves generation of hydro power. Also, the Group generates income from usage of its owned transmission line. Considering the nature of Group's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the consolidated financial statements.

30 THE DETAILS OF SUBSIDIARY COMPANY I.E. AD HYDRO POWER LIMITED IS AS FOLLOWS :

Name of the entity	Country of Incorporation	Nature	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
			% of Consolidated Net Assets	Amount (₹ in crores)	% of Consolidated profit or loss	Amount (₹ in crores)	% of Consolidated Comprehensive Income	Amount (₹ in crores)	% of Consolidated Comprehensive Income	Amount (₹ in crores)
Malana Power Company Limited	India	Parent	14.84%	220.37	25.86%	73.34	64.00%	(0.32)	28.67%	81.21
AD Hydro Power Limited	India	Subsidiary	85.16%	1,264.59	74.14%	210.29	36.00%	(0.18)	71.33%	202.01
Total			100%	1,484.96	100%	283.63	100%	(0.50)	100%	283.22

31 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTEND NOT PROVIDED FOR)

A. With respect to the Parent Company:

(i) Contingent Liabilities

- (a) Claims against the Company raised by income tax authorities amounting to ₹ 2.14 crores (Previous year- ₹ 2.14 crores). No provision is considered necessary since the Company expects favourable decisions.
- (b) On April 27, 2019, the Company received a provisional net demand of ₹ 80.69 crores (Previous year- ₹ 80.69 crores) in relation to wheeling charges for the period April 01, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC). In this regard, the Company has paid under protest an amount of ₹ 28.17 crores (Previous year- 28.17 crores). The Company had filed an appeal before Appellate Tribunal for Electricity (APTEL) on April 24, 2019, at New Delhi, which is pending adjudication with APTEL.

During the current year, HPERC vide Order dated 30th November 2022 determined the voltage wise wheeling charges for the period July 01, 2019 to October 31, 2022. Based on the legal opinion obtained, the Company is of the view that APTEL will adopt the same analogy for determination of wheeling charges for the period April 1, 2008 to March 31, 2019, considering the same, there might be high likelihood of final orders with wheeling charges at least in the range of tariff rates announced for the period July 01, 2019 to October 31, 2022, the Company has created additional provision amounting ₹ 3.77 crores (Previous year- ₹ Nil) during the year related to wheeling charges on or before June 30, 2019.

Based upon the legal opinion, the Company is of the view that the demand for the period April 01, 2008 to March 31, 2019 is not legally tenable and would not result in any further material liability on the Company.

(ii) Commitments

- a) The Company has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura sub station to Nalagarh (i.e. interstate point - substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- b) The Company does not have any other long term commitments of material non-cancellable contractual commitments/contracts including derivatives contract for which there were any material foreseeable losses.

B. With respect to the Subsidiary Company:

(i) Contingent Liabilities*

Particulars	(₹ in Crores)	
	As at March 31, 2023	As at March 31, 2022
Claims against the Company not acknowledged as debt:		
Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	14.60	14.60
Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	14.27	14.27
Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	0.65	0.65
Demand of lease rentals by Himachal Pradesh Govt. for diverted forest land (refer note (e) below)* **	-	26.12

* The Company believes that these claims/demands are not probable to be decided against the Company and therefore, no provision for the above is required.

** The Government has withdrawn the demand of lease rentals for diverted forest land in July 2022.

Notes:

- (a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ₹ 14.60 crores on the Company under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 01, 2005 to July 31, 2012. The Company is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e from the date when the rules were notified and up to the date when factory license was granted to the Company). In view of this, there is no question of payment of Cess prior to December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on the Company's view has been already paid and provided for in the books of accounts. The Company had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (b) During the year ended March 31, 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ₹ 14.27 crores on the Company towards Local Area Development Fund (LADF) which was determined considering 1.5% of the final cost of the project of the Company of ₹ 1,607 crores. The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of the Company i.e. ₹ 922 crores in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the Company aggregating to ₹ 14.23 crores. Had these been considered/computed appropriately, the above demand would not arise. Management is of the view that the Company has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (c) During the year ended March 31, 2013, the Department of Fisheries directed the Company to pay an amount of ₹ 1.00 crore for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. The Company had filed a Writ Petition in the Hon'ble High Court of Himachal Pradesh against the said demand and based on the directive of Hon'ble High Court of Himachal Pradesh has deposited ₹ 0.35 crores to Department of Fisheries. Management is of the view that the Company is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required. However, the Company had written off the deposit amount as there is no movement in this case for more than 5 years and has disclosed the balance of ₹ 0.65 crores as contingent liabilities.

- (d) The Company is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the Company is remote and thus these cases will not have any material impact on the financial statements and no provision is required.

- (e) On December 24, 2021, the Company has received a demand of ₹ 58.33 crores from Central Transmission Utility of India Limited ("CTUIL") in relation to relinquishment charges for surrender of Long Term Access rights with Power Grid Corporation of India Limited, which in the opinion of the Company, is not in accordance with the methodology specified by the CERC vide Order dated March 08, 2019 in petition no. 92/MP/2015.

Based on consideration of the information available till date, the Company had computed the relinquishment charges as per methodology specified by aforesaid order, along with interest, amounting to ₹ 16.32 crores and has provided for in the books of account during the previous year.

Based on the management's assessment, no additional provision is required.

(ii) Commitments

- a) The Company had entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. The Company has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss. However, during the previous year, the Company had relinquished the Agreement.

Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), the company shall provide 12% of its deliverable energy free of cost to GOHP. [refer Note 31 B(i)(e) above]

- b) The Company has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The Company does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

32 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – “Related Party Disclosures” are as follow:

- a) Names of related parties and description of relationship

Description of relationship	Name of related party
Parent Company	Bhilwara Energy Limited
Enterprise having significant influence over the company	Statkraft Holding Singapore PTE Limited
Fellow Subsidiary Company	Indo Canadian Consultancy Services Limited
Key Management Personnel*	i) Mr. Ravi Jhunjhunwala (Chairman and Managing Director) ii) Mr. O.P.Ajmera (Executive Director, CEO & CFO) iii) Pankaj Kapoor (Manager, ADHPL) vi) Mr. Arvind Gupta (upto March 01, 2023) v) Mr. Ankur Vijay (w.e.f. May 01, 2023)
Relatives of key management personnel	i) Mrs. Rita Jhunjhunwala (wife of the Chairman and Managing Director) ii) Mr. Riju Jhunjhunwala (son of the Chairman and Managing Director) iii) Mr. Rishabh Jhunjhunwala (son of the Chairman and Managing Director)
Enterprises owned or significantly influenced by key management personnel or their relatives	i) HEG Limited, ii) Rajasthan Spinning & Weaving Mills Limited (“RSWM Limited”) iii) Statkraft Markets Private Limited iv) BSL Limited
Employee benefit funds	i) Malana Power company Limited Employees Gratuity Trust ii) Malana Power company Limited Sr. Executive Company Superannuation Scheme Trust iii) AD Hydro Power Limited Employees Gratuity Trust iv) AD Hydro Power Limited Sr. Executive Company Superannuation Scheme Trust

* Additional related parties identified as per Companies Act, 2013

Executive Director, CEO and CFO	Mr. O P Ajmera
Company Secretary	i) Mr. Arvind Gupta* (upto March 01, 2023) ii) Mr. Ankur Vijay * (w.e.f. May 01, 2023)

b) Names and details of transaction of related parties during the year are as follows:
Related party disclosures

Transaction with related parties												(₹ in Crores)		
Nature of Transaction	Parent Company		Fellow subsidiary Company		Subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprises having significant influence over the Company		Trust Under Common Control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year														
(i) Rent Paid														
a) Mrs. Rita Jhunjhunwala	-	-	-	-	-	-	-	-	0.21	0.20	-	-	-	-
b) Mr. Rishab Jhunjhunwala	-	-	-	-	-	-	-	-	0.20	0.20	-	-	-	-
c) Mr. Riju Jhunjhunwala	-	-	-	-	-	-	-	-	0.20	0.20	-	-	-	-
d) RSWM Limited	-	-	-	-	-	-	-	-	-	-	0.29	0.29	-	-
(ii) Consultancy service charges	-	-	0.54	0.08	-	-	-	-	-	-	-	-	-	-
(iii) Remuneration paid to														
a) Mr. Ravi Jhunjhunwala	-	-	-	-	-	-	5.50	3.15	-	-	-	-	-	-
b) Mr. O.P. Ajmera	-	-	-	-	-	-	3.96	2.70	-	-	-	-	-	-
c) Mr. Pankaj Kapoor	-	-	-	-	-	-	0.38	0.35	-	-	-	-	-	-
d) Mr. Arvind Gupta	-	-	-	-	-	-	0.27	0.25	-	-	-	-	-	-
(iv) Reimbursement of expenses paid to:														
a) HEG Limited	-	-	-	-	-	-	-	-	-	-	0.25	0.02	-	-
b) RSWM Limited	-	-	-	-	-	-	-	-	-	-	0.23	0.32	-	-
c) Bhilwara Energy Limited	-	0.05	-	-	-	-	-	-	-	-	-	-	-	-
d) BSL Limited	-	-	-	-	-	-	-	-	-	-	11.08	0.06	-	-
(v) Reimbursement of expenses recovered	0.92	0.82	-	-	-	-	-	-	-	-	-	-	-	-
(vi) Professional expenses	-	-	-	-	-	-	-	-	-	-	0.47	0.50	-	-
(vii) Contribution made in Trust:														
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	-	-	0.10	0.01
b) Malana Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	-	-	0.89	0.09
c) AD Hydro Power Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	-	-	-	0.18
d) AD Hydro Power Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	-	-	0.09	0.03

Transaction with related parties										(₹ in Crores)	
Nature of Transaction	Parent Company		Fellow subsidiary Company		Subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Trust Under Common Control
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	
(viii) Benefits paid on behalf of Trust:											
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	0.91	0.03
b) Malana Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	-
b) AD Hydro Power Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	0.11	0.01
c) AD Hydro Power Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	-
Balances Receivable:	-	-	-	-	-	-	-	-	-	-	-
Trade receivables	-	-	-	-	-	-	-	-	3.46	15.31	-
Balances Payable:	-	-	-	-	-	-	-	-	-	-	-
Commission payable to Mr. Ravi Jhunjhunwala	-	-	-	-	-	-	3.69	1.39	-	-	-
Commission payable to Mr. Om Prakash Ajmera	-	-	-	-	-	-	1.21	-	-	-	-
Guarantees given by holding Company to subsidiary Company:	-	-	-	-	-	-	-	-	-	-	-
To the lenders of AD Hydro Power Limited in favour of IDBI Trustee acting as security trustee for senior lenders of AD Hydro Power Limited for the maximum amount for which the Company may be contingently liable during next 12 months.	-	-	-	-	-	8.15	-	-	-	-	-

* Remuneration paid does not include provision made for compensated absences and gratuity as the same are determined for the Company as a whole.

Particulars	As at March 31, 2023						As at March 31, 2022						Total
	Mr. Ravi Jhunjhunwala	Mr. O P Ajmera*	Mr. Arvind Gupta	Mr. Pankaj Kapoor	Mr. Pankaj Kapoor	Total	Mr. Ravi Jhunjhunwala	Mr. O P Ajmera*	Mr. Arvind Gupta	Mr. Pankaj Kapoor	Mr. Pankaj Kapoor	Total	
Short Term Benefit#	5.38	3.81	0.24	0.37	0.37	9.80	3.03	2.56	0.22	0.33	0.33	6.15	
Defined Contribution Plan	0.12	0.15	0.03	0.02	0.02	0.32	0.12	0.13	0.03	0.02	0.02	0.29	
Total	5.50	3.96	0.27	0.39	0.39	10.11	3.15	2.70	0.24	0.35	0.35	6.44	

* out of total remuneration paid to Mr. O P Ajmera, ₹ 0.83 crores (Previous year ₹ 0.75 crores) has been recovered from Bhilwara Energy Limited.

excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

33 EMPLOYEE BENEFIT PLAN

33.1 Defined contribution plan

i) Superannuation Fund

The Group makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Group. The Group does not carry any further obligations, apart from the contributions made on a monthly basis. The Group has recognized ₹ 0.19 crores (previous year ₹ 0.13 crores) in the Consolidated statement of profit and loss account. (Refer Note 23)

ii) Provident Fund

The Group makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme the group is required to contribute a specified percentage of the payroll costs to fund the benefits. The group recognized ₹ 1.27 crores (previous year ₹ 1.20 crores) in the Consolidated statement of profit and loss account. (Refer note 23)

33.2 Details of defined benefit plan and long term employee benefit plan

i) Gratuity Fund

The Group has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the group. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognized insurer managed funds in India. The group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

33.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:

i) Current and Non – Current classification in Balance Sheet (₹ in Crores)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	0.85	3.08	3.93	0.64	2.93	3.57
Gratuity:						
- Present value of funded defined benefit obligation	2.57	5.79	8.36	1.88	5.38	7.26
Fair value of plan assets	7.43	-	4.33	7.29	-	7.29
Net defined benefit obligation recognized in balance sheet/ (surplus in gratuity fund)			4.03			(0.03)

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment, received Presidential assent in September 2020. The Code has been published in the Gazette of India, however, the date on which the Code will come into effect is yet to be notified. The Company will assess the impact when Code and rules thereon will be notified and will record any related impact in the period the Code and rules thereon becomes effective.

ii) Movement in fair value of gratuity and compensated absences (₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the beginning of the period	7.25	6.48	3.57	3.35
Interest Cost	0.52	0.44	0.26	0.22
Current Service Cost	0.43	0.39	0.24	0.25
Benefits Paid	(0.20)	(0.03)	(0.12)	(0.03)
Acquisition/(Divestiture)	-	-	-	-
Actuarial (Gain)/Loss on obligation	0.36	(0.02)	(0.02)	(0.21)
Present value of obligation as at the End of the period	8.37	7.25	3.93	3.57

iii) The amounts recognized in the Profit and Loss account (₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Service Cost	0.43	0.39	0.24	0.24
Net Interest Cost	(0.00)	(0.03)	0.26	0.23
Remeasurements	-	-	(0.02)	(0.29)
Expense recognized in the Statement of Profit and Loss	0.43	0.37	0.48	0.18

iv) Amount recorded as Re-measurement (Gain) / Loss in Other Comprehensive Income (OCI) (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Net cumulative unrecognized actuarial gain/(loss) opening	-	-
Actuarial (gain) / loss for the year on PBO	0.36	0.02
Actuarial (gain) /loss for the year on Asset	0.15	(0.02)
Defined benefit (gain) /loss cost recognized in other comprehensive income	0.51	-

v) Movement in the fair value of plan assets (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Fair value of plan assets at the beginning of the year	7.29	6.86
Expected return on plan assets	0.26	0.45
Employer contribution	0.10	0.01
Benefits paid	(0.20)	(0.03)
Fair value of plan assets at the end of the year	7.44	7.29

vi) Major categories of plan assets (as percentage of total plan assets) (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer *	100%	100%
Bank Balance	-	-
Total	100%	100%

* In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

vii) Significant Actuarial Assumptions (₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.38	7.23	7.38	7.23
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60.00	60.00	60.00	60.00
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)		100% of IALM (2012 - 14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00	3.00	3.00	3.00
From 31 to 44 years	2.00	2.00	2.00	2.00
Above 44 years	1.00	1.00	1.00	1.00

Note:

- (a) Discount rate is based on the prevailing market yields of Government of India Securities as at Balance Sheet date for the estimated term of the obligations.
- (b) The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors, such as supply and demand in the employment market.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

		(₹ in Crores)
Particular		Gratuity
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period		8.37
Impact due to increase of 0.50%		(0.28)
Impact due to decrease of 0.50%		0.30
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period		8.37
Impact due to increase of 0.50%		0.31
Impact due to decrease of 0.50%		(0.29)

Note:

- (a) Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- (b) Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

ix) Maturity Profile of defined benefit obligation

		(₹ in Crores)
Expected Cash flows for next 10 years		Gratuity
0 to 1 Year		2.57
1 to 2 Year		0.11
2 to 3 Year		0.31
3 to 4 Year		0.14
4 to 5 Year		0.18
5 to 6 Year		0.43
6 Year onwards		4.63

- 34** In the earlier years, in respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the Company had bid and paid an upfront premium of ₹ 61.20 crores. The Company had decided to shelve off the project as the State Hydro Power Policy was not aligned with Ministry of Environment and Forest (MOEF) Policy of Government Of India which prohibits the implementation of a hydro power project in wild life /eco sensitive zone areas. In view of this, the Company had filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement.

The management had assessed that the amount was recoverable in full. The management had made a provision of 50% of the upfront premium i.e. ₹ 30.60 crores and ₹ 6.82 crores which was paid towards consultancy and other expenses was also provided for in the earlier years. The provision was made as the management expected that the settlement will take long time. On April 06, 2022, the Company has received ₹ 61.20 crores as full and final settlement from the Government of Himachal Pradesh. Hence, the provision of ₹ 30.60 crores had been reversed in the previous year and the provision of ₹ 6.82 crores had been written off during the previous year.

35 OTHER MATTERS
A. With respect to the Subsidiary Company:
(i) Impairment of Property, Plant and Equipment's

As on March 31, 2023, the Company has net worth of ₹ 1,262.88 crores (Previous Year- ₹ 1,060.88 crores) and accumulated profits of ₹ 203.43 crores as at March 31, 2023 (Previous Year- accumulated profits amounting ₹ 1.42 crores). Based on nancial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that prots will continue to accrue on account of expected increase in tariff and there are no impairment indicators and hence no adjustments are required to the carrying value of property, plant and equipment on account of impairment and the Company will have sufficient cash flow to meets its future obligations.

(ii) Dispute related to parties using the transmission line

During the earlier years, the Subsidiary had raised invoices to the parties using the dedicated transmission system of the Subsidiary Company based on capital cost of ₹ 416.61 crores in terms of Interim Agreement entered into by the parties. However subsequently the capital cost had been challenged by one of the Parties and Central Electricity Regulatory Commission ('CERC') approved the capital cost of Transmission System at ₹ 238.92 crores as against the capital cost submitted by the Subsidiary Company of ₹ 416.61 crores [on the date of commercial operation

date ("COD"))/ ₹ 452.84 crores (with additional capitalization). The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Tariff Regulations of CERC itself. Therefore, the Company had filed an appeal against the CERC Order before Appellate Tribunal (APTEL) in October 2019, which is yet to come for final hearing.

However during the current year, in another proceeding, APTEL, vide order dated October 31, 2022, declared the transmission system of Subsidiary Company as deemed Inter State Transmission System ('ISTS system') with retrospective effect and remanded the case to CERC for calculation of transmission tariff based on point of connection ("POC") mechanism. Under this mechanism, based on the management assessment supported by opinion of legal counsel, the management is of the view that the Company will not be subject to any further liability.

36 FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

(a) Market Risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of a business. There are no material market risk affecting the financial position of the Company.

I Interest rate risk

Interest risk is the risk or uncertainty arising from possible interest rate movements and their impact on the future obligations or cash flows of a business. There are no material interest risk affecting the financial position of the Group.

II Price risk

Price risk is the risk or uncertainty arising from possible raw material price movements and their impact on the future performance of a business. There are no material price risk affecting the financial position of the Group.

III Currency risk

Currency risk is the risk or uncertainty arising from possible currency movements and their impact on the future cash flows of a business. There are no material currency risk affecting the financial position of the Group.

b) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

To manage this, the Group periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Group considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

Expected Credit Loss (ECL) for financial assets

(₹ in Crores)

Financial assets to which loss allowance is measured using lifetime / 12 months Expected credit loss(ECL)	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss/ write off	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss/ write off	Carrying amount net of impairment provision
Loan to Employees	0.62	-	0.62	0.61	-	0.61
Security deposit	0.22	-	0.22	0.16	-	0.16
Advance for Bara Banghal project	-	-	-	68.02	6.82	61.20
Advance recoverable from HPSEBL	22.63	-	22.63	18.70	-	18.70
Trade receivables	45.22	3.17	42.05	56.41	3.17	53.24
Cash and Cash Equivalents	77.69	-	77.69	17.73	-	17.73
Bank Balance	141.87	-	141.87	62.76	-	62.76
Others	0.37	-	0.37	0.30	-	0.30
Total	288.63	3.17	285.46	224.70	9.99	214.71

The group is in the power generation sector. The group on the basis of its past experience and expectation basis best information available on date is confident on realizing all of its dues from its customers.

Movement in expected Credit loss allowance		(₹ in Crores)
Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the year - Trade receivable	3.17	3.17
- Advance for Bara Banghal project	-	37.42
Less: Provision reversal during the year	-	(37.42)
Add: Written off during the year	-	6.82
Balance at the end of the year	3.17	9.99

(c) **Liquidity risk**

Liquidity risk is defined as the risk that group will not be able to settle or meet its obligation on time or at a reasonable price. The Group's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the group's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Crores)				
As at March 31, 2023	Less than 12 months	12 months to 3 years	More than 3 years	Total
Trade payables	27.76	0.98	4.47	33.21
Sundry Deposits	0.44	-	-	0.44

(₹ in Crores)				
As at March 31, 2022	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	8.15	22.04	44.18	74.37
Trade payables	20.40	1.24	0.79	22.44
Interest accrued but not due on loan from financial institution	1.56	-	-	1.56
Capital Creditors	0.07	-	-	0.07
Sundry Deposits	0.45	-	-	0.45

37 CAPITAL MANAGEMENT

(a) **Risk management**

The Group's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:			(₹ in Crores)
Particulars	As at March 31, 2023	As at March 31, 2022	
Net Debt	-	74.37	
Total Equity	1,483.27	1,429.48	
Net Debt to Equity Ratio	-	0.05	

The above mentioned ratio is not applicable during the year since the group has no borrowings in the current year.

38 FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Crores)

particulars	As at March 31, 2023				As at March 31, 2022			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Loan to Employees	-	-	0.62	0.62	-	-	0.61	0.61
Security deposit	-	-	0.22	0.22	-	-	0.16	0.16
Advance for Bara Banghal project	-	-	-	-	-	-	61.20	61.20
Advance recoverable from HPSEBL	-	-	22.63	22.63	-	-	18.63	18.63
Trade receivables	-	-	42.06	42.06	-	-	53.24	53.24
Cash and Cash Equivalents	-	-	77.69	77.69	-	-	17.73	17.73
Bank Balance	-	-	141.87	141.87	-	-	62.76	62.76
Others	-	-	0.37	0.37	-	-	0.30	0.30
Total financial assets	-	-	285.47	285.47	-	-	214.64	214.64
Borrowings	-	-	-	-	-	-	211.83	211.83
Trade Payables	-	-	33.21	33.21	-	-	22.50	22.50
Capital Creditors	-	-	-	-	-	-	0.07	0.07
Sundry deposit	-	-	0.44	0.44	-	-	0.45	0.45
Total financial liabilities	-	-	33.65	33.65	-	-	234.85	234.85

39 OTHER STATUTORY INFORMATION:

- The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- The Company does not have any transactions with struck off Companies under Companies Act, 2013 or Companies Act, 1956.
- The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Group have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries).
- The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

40 The Board of Directors of the Parent Company in its meeting held on August 02, 2022 and November 01, 2022 had declared an interim dividend of ₹ 5.60 and 3.00 per equity share of face value ₹ 10 per share amounting to ₹ 82.61 and 44.26 crores respectively.

41 Effective April 01, 2019, the Group adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 37.61 crores as at April 01, 2019 as disclosed in Note 3.

42 Title deeds of Immovable Properties not held in the name of the Company

Details of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:

With respect to the Subsidiary Company:

Relevant line in the Balance Sheet	Description of items of property	Gross carrying value	Title deeds held in the name of	Whether the title deed holder is a promoter, director or relative of # promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	2.2158 hectares	₹ 5.66 crores	Concerned Landowners	No	The addl. pvt. land was purchased between 2005 to 2014	The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. The addl. pvt. land was mainly purchased as per requirement during construction phase. The entire land is in possession of the company, The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Govt.. Permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	0.5142 hectares	₹ 1.39 crores	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

43 On August 01, 2022, the Company has purchased the entire 12% stake i.e. 6,71,97,201 Equity Shares held by International Finance Corporation, Washington (IFC) in AD Hydro Power Limited for a consideration of ₹ 102.54 crores at ₹ 15.26 per share.

44 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

**For and on behalf of the Board of Directors of
Malana Power Company Limited**

Ravi Jhunjunwala
Chairman and Managing Director
DIN: 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN: 00322834

Place: Jari, Kullu, H.P.
Date: May 10, 2023

Rahul Varshney
Director
DIN: 03516721

Ankur Vijay
Company Secretary
M.No.: ACS 38680

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts ₹ in Crore)

S.No.	Particulars	Details
1	Name of the subsidiary	AD Hydro Power Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 1, 2022 to March 31, 2023
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	-
4	Share capital	560.15
5	Reserves & surplus	203.42
6	Total assets	1,316.14
7	Total Liabilities	755.99
8	Investments	Nil
9	Turnover	315.22
10	Profit before taxation	229.42
11	Provision for taxation	27.23
12	Profit after taxation	202.19
13	Proposed Dividend	Nil
14	% of shareholding	100%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations - not applicable
- Names of subsidiaries which have been liquidated or sold during the year. - not applicable

Part "B": Associates and Joint Ventures is not applicable

**For and on behalf of the Board of Directors of
Malana Power Company Limited**

Ravi Jhunjunwala
Chairman and Managing Director
DIN: 00060972

Rahul Varshney
Director
DIN: 03516721

O.P. Ajmera
Executive Director, CEO and CFO
DIN: 00322834

Ankur Vijay
Company Secretary
M.No.: ACS 38680

Place: Jari, Kullu, H.P.
Date: May 10, 2023

ANNUAL REPORT
OF



AD HYDRO POWER LIMITED

CIN : U40101HP2003PLC026108

Corporate Information

CHAIRMAN - EMERITUS

Mr. L. N. Jhunjunwala

CHAIRMAN & DIRECTOR

Mr. Ravi Jhunjunwala

DIRECTORS

Mr. Om Prakash Ajmera, Director, CEO & CFO

Ms. Tima Iyer Utne

Mr. Rahul Varshney

Dr. Kamal Gupta

Mr. Tantra Narayan Thakur

KEY EXECUTIVES

Mr. Pankaj Kapoor, Manager Cum Plant In-Charge(Operations)

COMPANY SECRETARY

Mr. Ankur Vijay

STATUTORY AUDITORS

Deloitte Haskins & Sells LLP, Gurgaon

INTERNAL AUDITORS

M/s Ashim & Associates,
Chartered Accountants,
New Delhi

BANKERS

ICICI Bank Limited

HDFC Bank Limited

IndusInd Bank Limited

IDBI Bank Limited

REGISTERED OFFICE

Village Prini, P. O. Jagat Sukh, Tehsil - Manali

Distt. Kullu (H.P.) - 175 143

Phone : 01902-250183 / 184

Fax : 01902 - 251798

CORPORATE OFFICE

Bhilwara Towers

A-12, Sector - 1

Noida - 201 301 (NCR - Delhi)

Phone : 0120 - 4390000 (EPABX)

Fax : 0120 - 4277841

Website : www.adhydropower.com

LIAISON OFFICE

Bhilwara Bhawan

40-41, Community Centre

New Friends Colony

New Delhi - 110 025

Phone : 011-26822997

CIN: U40101HP2003PLC026108

Directors' Report

for the Financial Year 2022-23

To
The Members
AD Hydro Power Limited

Your Directors are pleased to present the **Twentieth (20th) Annual Report** on the business and operations of the Company along with Audited Financial Statements for the year ended 31st March, 2023.

1. FINANCIAL PERFORMANCE

(₹ in millions)

Particulars	For the financial year ended	
	31st March 2023	31st March 2022
Revenue from operations	3,152.20	2,558.07
Other Income	99.70	54.71
Total Revenue	3,251.90	2,612.79
Operating and Administrative Expenses	481.20	784.23
Operating Profit before Interest, Depreciation & Tax	2,770.70	1,828.56
Depreciation & Amortization Expenses	380.20	496.86
Profit/(Loss) before finance costs and Exceptional Items and Tax	2,390.50	1,331.70
Finance Costs	96.30	348.66
Exceptional Items	-	-
Profit/(Loss) before tax	2,294.20	983.04
Tax Expenses	272.30	-
Net Profit/(Loss)	2,021.90	983.04
Other Comprehensive Income	(1.80)	(0.86)
Total Comprehensive Income/(Loss) for the year	2,020.10	982.18
Surplus brought forward from previous year	14.17	(968.01)
Balance available for appropriation	2,020.10	982.18
Balance Carried to Balance Sheet	2,034.27	14.17
Earning Per Share (in ₹)		
i) Basic	3.61	1.75
ii) Diluted	3.61	1.75

OVERALL PERFORMANCE AND THE STATEMENTS OF AFFAIRS OF THE COMPANY:

The Company recorded revenue from operations of ₹ 3152.20 million during the financial year 2022-23 as compared to ₹ 2558.07 million in the previous financial year. The Net profit during the financial year 2022-23 was at ₹ 2021.90 million as compared to net profit of ₹ 983.04 million in the previous financial year. The generation during the year stood at 637.13 Million kWh in the financial year 2022-23 as compared to 637.45 Million kWh in the previous financial year 2021-22.

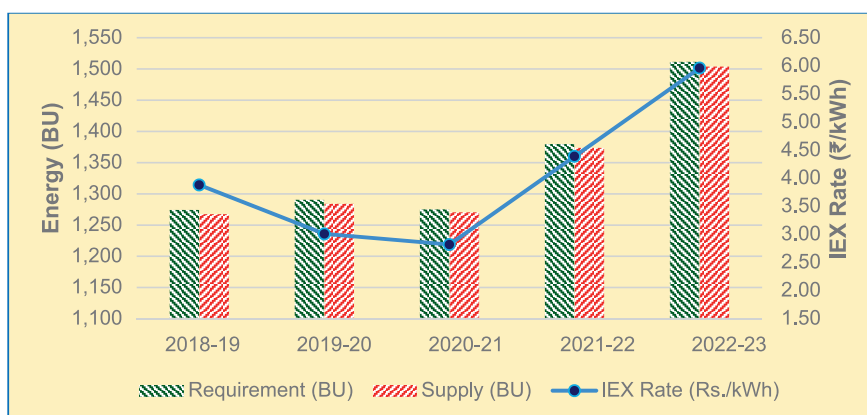
Further in the first quarter of current Financial Year 2023-24, the Plant has generated 184.26 MU at Generator Terminal. The Operation and Maintenance of the Plant has been entrusted to the company in-house. Your Company had sold the scheduled power at IEX in the day ahead, real time & term ahead market(s) and through short term bilateral transactions.

INDUSTRY POTENTIAL & DEVELOPMENT:

India is the third largest producer and consumer of electricity in the world with all India installed power generation capacity at 416.06 GW as on 31.03.2023, which comprises of 237.27 GW of Thermal, 46.85 GW of Hydro, 6.78 GW of Nuclear and 125.16 GW of Renewable capacity.

During financial year 2022-23, energy demand in the country rose to ~1,512 BU (with 10% Y-o-Y growth), whereas peak demand rose to ~216 GW (with 6% Y-o-Y growth). The average monthly market clearing price at the Indian Energy Exchange (IEX) was ₹ 5.96/kWh in 2022-23 @ Regional Periphery, almost 36% higher compared to 2021-22 due to sharp rise in power demand, especially during peak hours. Total short term power transactions were ~13.70% of yearly generation (excluding generation from renewables and captive power plants). The following "Table-1" indicates the energy requirement/ supply along with IEX rates during last 5 years.

Table 1: Energy Requirement/ Supply & IEX rates during last 5 years.



Last year during March-April 2022, geo-political unrest created logistical bottlenecks and there was acute shortage/extremely high prices of Coal/ Regassified Liquefied Natural Gas (RLNG) in the international markets. It has resulted in imported coal/RLNG based generating stations to operate at lower plant load factor which further increased the dependency on domestic coal based power plants to meet the increasing power demand. Such factors concurrently created demand-supply imbalance, which led to surge in exchange/spot power prices and remained elevated almost throughout the year. However, with the gradual reduction in prices of natural gas and imported coal, these spot power prices have also started to moderate now.

On 31st March 2023, Central Electricity Regulatory Commission (CERC) exercised its power under Power Market Regulations 2021 in public interest and revised the cap on exchange prices downward to ₹ 10/kWh from ₹ 12/kWh (earlier) on all market segments of power exchanges w.e.f 4th April 2023 till further notification.

During the year 2022-23, CERC has also approved the introduction of HP-DAM (High Price Day Ahead Market) and made it operational on Power Exchange platforms for the following power generating stations with a price cap of ₹ 20/kWh:

1. RLNG/Naptha
2. Imported coal
3. Battery Energy Storage Systems (BESS).

This would reduce the cost of power for the buyers, while providing an opportunity to the high cost generators and the willing buyers to participate in the HP-DAM segment.

In April 2023, Ministry of Power (Govt. of India) has issued guidelines for promoting Pumped Storage Projects (PSP) in the country. These guidelines have paved a way for installation of large scale pumped Storage Projects. It has addressed various issues faced by the developers related to environmental clearances, free power to home state, budgetary support, applicability of Inter-state Transmission System (ISTS) charges etc. Because of the intermittent nature of renewable energy generation plants, storage of renewable energy by means of Battery Storage Energy Systems (BESS) and Pumped Storage Projects (PSP) is the key for it to be a feasible and reliable source of energy generation. The PSP's and BESS may prove a boon in tackling the peak power demand scenarios of the country in the coming years.

All India power demand is on a continuous uptrend & peak power demand has touched the highest ever figure of 223 GW in June 2023. As per the CEA estimates (20th Electric Power Survey) peak power demand will increase further in coming years and this will create new opportunities for Merchant Power Plants in catering such increased demand for power.

Going forward with the broad expectations of India's GDP for 2023-24 to be 6.30% (World Bank's Estimate), the Company expects Indian Power Sector to act as the primary growth engine for the economy. With ever increasing power demand and penetration of innovative products in the power market, the power sector is bound to grow at a healthy pace. Adequate policy measures and regulatory interventions are required for boosting private investments in the power sector as it will remain the mainstay for the economic growth of the nation.

2. DIVIDEND

During the financial year 2022-23, your directors do not propose any dividend on the equity shares.

3. TRANSFER TO RESERVES

During the financial year 2022-23, the Company has not transferred any amount to the Reserve.

4. SUBSIDIARY, ASSOCIATE COMPANIES OR JOINT VENTURES

There is no subsidiary or associate or joint venture of the Company.

5. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by under the Companies Act, 2013.

Your Company is committed to achieving the higher standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their economic and reputational interest.

The majority of the Board comprises of Non-Executive Directors including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

6. INTERNAL FINANCIAL CONTROL SYSTEMS AND ITS ADEQUACY

The Company has an adequate Internal Financial Control (IFC) system commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. The Company has a well-defined organizational structure, authority levels, delegation of powers and internal rules and guidelines for conducting business transactions.

Your Company has adopted the IFC framework as guidance, for ensuring adequate controls and its effectiveness within the company. The process of assessment of IFC would require setting up of an internal controls function in the organization. The Accounts & Finance Team has been trained to implement and evaluate the design and operating effectiveness of the IFC framework. The framework also focuses on internal controls over financial reporting (ICFR) that are put in place to develop and maintain reliable financial data, and to accurately present the same in a timely and appropriate manner. The framework refers to the policies and procedures adopted by the company for ensuring, orderly and efficient conduct of its business, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, timely preparation of reliable financial information.

The IT controls provide reasonable assurance of achieving the control objectives related to the processing of financial information within the computer processing environment. IT controls ensures appropriate functioning of IT applications and systems built by the organization to enable accurate and timely processing of financial data.

7. PERSONNEL

a) Industrial relations

The industrial relations during the period under review generally remained cordial at the plants and corporate office of the Company without any untoward incidents.

b) Particulars of employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

8. DEPOSITS

Your Company has not invited any deposits from public/ shareholders in accordance with the provisos of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. The details relating to deposits are mentioned hereunder:

- | | |
|--|------------|
| a) Amount accepted during the year | Nil |
| b) Amount remained unpaid or unclaimed as at the end of the year | Nil |
| c) Default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved - | |
| i) at the beginning of the year | N/A |
| ii) maximum during the year | N/A |
| iii) at the end of the year | N/A |

9. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators or courts or tribunals during the financial year 2022-23, impacting the going concern status and company's operations in future.

10. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, affecting the financial positing of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Re-appointments

- During the year, Mr. Ravi Jhunjhunwala (DIN: 00060972) was eligible for retired by rotation at 19th Annual General Meeting held on 28th September, 2022 and, being eligible had offered himself for re-appointment and the members had approved his re-appointment.
- During the year, Mr. Pankaj Kapoor was re-appointed as Manager for a period of 2 years commencing from 4th February, 2022 to 3rd February, 2024 as per the provisions of the Companies Act, 2013.

Changes in Directors and Key Managerial Personnel (KMP)

- During the year, there was no other change in the Board of Directors and KMP.

Composition of the Board of Directors

The following is the Composition of the Board of Directors of the Company as on 31.03.2023:-

S. No.	Name of the Directors	Designation	DIN
1	Mr. Ravi Jhunjhunwala	Chairman & Director	00060972
2	Dr. Kamal Gupta	Director	00038490
3	Mr. Tantra Narayan Thakur	Director	00024322
4	Mr. Tima Iyer Utne	Director	06839949
5	Mr. Rahul Varshney	Director	03516721
6	Mr. Om Prakash Ajmera	Director, CEO & CFO	00322834

Key Managerial Personnel

Mr. Om Prakash Ajmera, Director, CEO & CFO and Mr. Pankaj Kapoor, Manager are the Key Managerial Personnel of the Company as on 31st March, 2023, in accordance with the provisions of Section 203 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Further, Mr. Ankur Vijay was appointed as Whole time Company Secretary of the Company w.e.f. 1st May, 2023 in place of Mr. Arvind Gupta.

Declaration from Independent Directors

Your Directors further inform the members that declarations have been taken from the Independent Directors at the beginning of the financial year stating that they meet the criteria of independence as specified under Section 149 (6) of the Companies Act, 2013.

A declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, along with a declaration as provided in the Notification dated October 22, 2019, issued by the Ministry of Corporate Affairs (MCA), regarding the requirement relating to enrolment in the Data Bank for Independent Directors, has been received from all the Independent Directors, along with declaration made under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Independent Directors possesses integrity, expertise and vast experience including proficiency.

13. NOMINATION AND REMUNERATION POLICY

In accordance with the provisions of Section 178 of the Companies Act, 2013, the Board on the recommendation

of the Nomination and Remuneration Committee has approved a policy for appointment and removal of Directors, Key Managerial Personnel and Senior Management and their remuneration. The Policy forms part of the Board's Report as **Annexure-III** and is available on the website of the company at the link <https://www.adhydropower.com>

14. MEETINGS OF THE BOARD & COMMITTEES

The Board of Directors had met 5 (four) times during the financial year 2022-23. The meetings of the Board were held on 2nd May 2022, 2nd August 2022, 1st November 2022 and 1st February 2023 respectively.

The attendance for the above mentioned meetings were as follows:

S. No.	Name of Director	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Director	4	4
2.	Ms. Tima Iyer Utne	Non-Executive Director	4	4
3.	Dr. Kamal Gupta	Non-Executive Independent Director	4	4
4.	Mr. Tantra Narayan Thakur	Non-Executive Independent Director	4	4
5.	Mr. Rahul Varshney	Non-Executive Director	4	4
6.	Mr. Om Prakash Ajmera	Director, CEO & CFO	4	4

At present, the Board has three Committees: (i) Audit committee, (ii) Nomination and Remuneration Committee, (iii) Corporate Social Responsibility Committee.

According to requirements under the Companies Act, 2013, the meetings of the Committees of the Board were conducted as and when required and their decisions and recommendations were duly accepted by the Board. The following are the compositions and attendance of the above mentioned committees.

(i) AUDIT COMMITTEE

As per section 177 of the Companies Act, 2013, your Board has constituted an Audit Committee whose roles and responsibilities are to review the Company's financial results, review Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were duly accepted by the Board during the financial year 2022-23. The composition as well as the Audit Committee meetings held in the financial year 2022-23 is as below:

Composition of the Committee (as on 31.03.2023)

All the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee. The Company Secretary acts as the Secretary to the Committee.

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjhunwala	Chairman	Chairman and Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

Meetings and attendance

The Audit Committee had met four times during the financial year to review the financial statements and the Internal Audit Reports of the Company. The meetings were held on 2nd May 2022, 2nd August 2022, 1st November 2022 and 1st February 2023 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Designation	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman	4	4
2.	Dr. Kamal Gupta	Member	4	4
3.	Mr. Tantra Narayan Thakur	Member	4	4

The Company Secretary acts as the Secretary of the Committee.

(ii) NOMINATION AND REMUNERATION COMMITTEE

As per section 178 of the Companies Act, 2013, your Board had constituted Nomination and Remuneration Committee. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. The NRC policy is available on the website of the company at the link <https://www.adhydropower.com>

Composition of the Committee (as on 31.03.2023)

For the financial year 2022-23, the composition of the Nomination and remuneration Committee was as follows:

S. No.	Name of Member	Designation	Category
1	Ms. Tima Iyer Utne	Chairperson	Non-Executive Director
2	Mr. Ravi Jhunjhunwala	Member	Chairman and Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director
4	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

The Company Secretary acts as the Secretary of the Committee.

Meetings and attendance

The Nomination and Remuneration Committee had met one time during the financial year 2022-23 and the meeting was held on 2nd May 2023.

The attendance for the above mentioned meeting are as below:

S. No.	Name of Member	Designation	No. of Meetings held	No. of Meetings Attended
1.	Ms. Tima Iyer Utne	Chairperson	1	1
2.	Mr. Ravi Jhunjunwala	Member	1	1
3.	Dr. Kamal Gupta	Member	1	1
4.	Mr. Tantra Narayan Thakur	Member	1	1

(iii) **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

Your Company has been diligently following the Corporate Social Responsibility policies. As part of its initiatives under Corporate Social Responsibility (CSR), the Company had undertaken projects in the areas of promotion of Education, taking initiatives towards Community Service and rural development, Healthcare, Plantation & Environmental Development, Protection of art, culture etc. These projects were in accordance with the CSR Policy of the Company and Schedule VII of the Companies Act, 2013 and Rules made thereunder.

As per the Companies Act, 2013, all the companies which having net worth of ₹ 500 crore or more, or a turnover of ₹ 1000 crore or more, or a net profit of ₹ 5 crore or more are required to constitute CSR Committee of the Board of Directors comprising three or more Directors out of which atleast one should be the Independent Director. All such Companies are required to spend atleast 2% of its average net profit on the three preceding financial years on the CSR related activities. The CSR policy is available on the website of the company at the link <https://www.adhydropower.com>

The Annual Report on CSR activities is enclosed as **Annexure V**, forming part of this report. The following is the composition mentioned for the CSR committee of the Company.

Composition of the Committee (as on 31.03.2023)

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjunwala	Chairman	Chairman and Director
2	Ms. Tima Iyer Utne	Member	Non-Executive Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director

Meetings and attendance

The CSR Committee had met four times during the financial year 2022-23 i.e. on 2nd May 2022, 2nd August 2022, 1st November 2022 and 1st February 2023 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Designation	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjunwala	Chairman	4	4
2.	Ms. Tima Iyer Utne	Member	4	4
3.	Dr. Kamal Gupta	Member	4	4

(iv) **INDEPENDENT DIRECTORS' MEETING**

During the financial year 2022-23, the Independent Directors met on 27th March 2023, without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Director and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

15. **BOARD EVALUATION:**

The Board is responsible for undertaking a formal annual evaluation of its own performance, committees and individual Directors with a view to review their functioning and effectiveness and to determine whether to extend or continue the term of appointment of the independent directors. During the year, the Board carried out the performance evaluation of itself, Committees and each of the executive directors/non-executive directors/independent directors excluding the director being evaluated. The evaluation of performance of Independent Director is based on the criteria laid down in the Nomination and Remuneration policy which includes knowledge and experience in the field of power sector, legal, finance and CSR activities. Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its committee and its member individually was adjudged satisfactorily.

16. **MEETING OF THE MEMBERS**

The Annual General Meeting (AGM) of the members was held on 28th September 2022.

17. **VIGIL MECHANISM /WHISTLE BLOWER**

The Board on the recommendation of Audit Committee has adopted a Whistle Blower Policy, which is available on the website of the company at the link <https://www.adhydropower.com>

18. **CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which

could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

19. STATUTORY AUDITORS

The members had re-appointed M/s Deloitte Haskins & Sells LLP, (Firm Registration Number is 117366W /W-100018), Chartered Accountants, as the Statutory Auditors of the Company on 28th September 2022 for another term of 5 years, to hold office from the conclusion of the 19th Annual General Meeting until the conclusion of the 24th Annual General Meeting of the Company. Further the statutory auditors have further confirmed that the said re-appointment, when made, was within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and also the statutory auditor is not disqualified under section 141(3) of the Companies Act 2013.

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Statutory Auditors expressed an unmodified opinion in the audit reports with respect to audited financial statements for the financial year ended March 31, 2023. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer which requires any explanation from the Board of Directors.

20. COST AUDITORS

As per the requirement of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Cost Records are being maintained by your Company. Accordingly, M/s K. G. Goyal & Co., Cost Accountants (Firm Registration No. 0017), was re-appointed as Cost Auditors of the Company for the Financial Year 2022-23 at a remuneration of ₹ 0.50 lakhs plus applicable taxes and out of pocket expenses that may be incurred by them during the course of audit. The Cost Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

21. SECRETARIAL AUDITORS

The Company had appointed M/s P. Kathuria & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2022-23, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure IV** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation adverse remark or disclaimer.

22. INTERNAL AUDITORS

The Company had appointed M/s Ashim & Associates, Chartered Accountants as the Internal Auditors of the Company for a period of three years i.e. FY 2023-24, FY 2024-25 and FY 2025-26.

23. REPORTING OF FRAUD BY THE AUDITORS'

During the year under review, the Statutory Auditor, Secretarial Auditor, Cost Auditor and Internal Auditor of the Company have not reported any matter under section 143(12) of the Companies Act, 2013. Therefore, no detail regarding reporting of fraud is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

24. RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. Further, the Company has in place Operations & Steering Committee (OSC) and a Policy thereto, which inter-alia includes the Risk Management Policy including mitigation plans. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The annual strategic planning done by OSC provides platform for identification, analysis, treatment and documentation of key risks. It is through this annual planning process that key risks and risk management strategies are communicated to the Board. The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

25. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of Companies Act, 2013, the Board of Directors state that:

- a) in the preparation of the annual accounts for the year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) the Directors have selected such accounting policies and applied them consistently except as disclosed in the notes of accounts and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have laid down proper internal financial controls to be followed by the company and that such internal financial controls were adequate and operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

27. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134 (3) (a) of the Companies Act, 2013, Annual Return of the Company is available on the website of the Company at <https://www.adhydropower.com>

28. GENERAL DISCLOSURE

- The Board of Directors would like to inform that during the financial year 2022-23, your company AD Hydro Power Limited has become 100% subsidiary of the holding company, Malana Power Company Limited (MPCL) w.e.f. 1st August 2022 as holding company acquired 6,71,97,201 (12%) shares from International Finance Corporation. Now, the company is wholly owned subsidiary of holding company, MPCL.
- The Company has a Group Policy in place against Sexual Harassment in line with the requirements of the "The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013" (POSH Act 2013). The Company has complied with provisions relating to the constitution of Internal Complaints Committee (ICC) under POSH Act 2013 and no complaints were received during the financial year 2022-23.
- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- During the year, there was no change in the issued share capital of the company.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported during the Financial Year 2022-23.
- The Company is in compliance of all the applicable secretarial standards issued by the Institute of Company Secretaries of India from time to time.
- The Company has nothing to report as it has not made any application or subject to any proceeding

pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year/ end of the financial year.

- The Company has nothing to report for the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

29. ACKNOWLEDGEMENT

Your Directors' place on record their sincere appreciation for the co-operation and support received by your Company from the Ministry of Power, Government of Himachal Pradesh, Ministry of Corporate Affairs, Central and State Government and other government agencies, Lenders, Banks, Financial Institutions, CERC, HPERC, HPSEBL, PTC India Limited, Statkraft Markets Private Limited, India Energy Exchange and our valued customers, who have continued their valuable support and encouragement during the year under review. The Board also thanks the employees at all levels, for the dedication, commitment and hard work put in by them for Company's achievements.

Your involvement as shareholders is greatly valued and appreciated. The Directors look forward to your continuing support.

For and on behalf of the Board of Directors
AD Hydro Power Limited

Ravi Jhunjhunwala
Chairman and Director
DIN: 00060972
Address: Bhilwara Towers, A-12,
Sector-1, Noida -201301

Place: Noida
Date: 2nd August, 2023

ANNEXURE – I TO THE DIRECTORS' REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

S. No.	Name of top 10 Employees in terms of remuneration	Designation	Remuneration (in ₹ Million)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment, held, Organisation, Designation & Duration	Shareholding	Nature of employment	Whether employee is relative of Director
1	Arvind Kr. Sharma	D.G.M.-Civil	5.63	Diploma in civil-1994, Corr B Tech Civil-2013	31	53	17-Dec-07	Lanko green power ltd.as Sr Manager for 4 months.	Nil	Permanent	No
2	Pankaj Kapoor	Vice President	3.93	B.E Electrical Engg.1983	38	62	4-Sep-18	HPSEB as Chief Engg.- Generation. 34 years	Nil	Permanent	No
3	Jai Raj Chopra	Sr. Manager Mechanical	3.58	B.E Mechanical-1999,	24	50	1-Sep-06	SSJV Project as Mechanical Engineer for 3 years.	Nil	Contractual	No
4	Rajiv Katyal	Sr.Manager - Electrical	3.44	B. Tech Electrical 2003	20	45	1-Jul-03	Joind as GET on 1/7/03 at MPCL Jari	Nil	Permanent	No
5	Yashwant Thakur	Sr. Manager - Mechanical	3.42	B. Tech Mechanical -1999	20	48	1-Jan-05	Fitewll Constructions 2 years	Nil	Permanent	No
6	Tapesh Atri	Sr. Manager - Electrical	3.37	Dip. In Elect. 1987	33	53	14-Nov-05	H.P. Equipments Pvt Ltd. 3 Years	Nil	Permanent	No
7	Rajneesh Chauhan	Manager- Electrical	3.10	Dip. In Elect.1995	25	47	24-Mar-00	Lalji Solar Elect Ltd. 4 years	Nil	Permanent	No
8	Deepak Tikoo	SR.Manager - EHS	3.10	MBBS-1997	25	52	21-Dec-05	Acharya Shri Chander Collage 3 years	Nil	Permanent	No
9	Sanjay Rana	Manager-Mechanical	2.88	Dip. In Mech. 1996	28	51	12-Dec-05	India International House Ltd. 4 Yrs	Nil	Permanent	No
10	Neeraj Bharagava	Manager - EHS	2.73	B.E, M.Tech (Environment Management)	17	44	18-Jul-08	M/s JM Enviro Technologies Pvt. Ltd, as Manager Technichal(1 Year)	Nil	Permanent	No

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ₹ millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

ANNEXURE II TO THE DIRECTORS' REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

(A) CONSERVATION OF ENERGY

- a) the steps taken or impact on conservation of energy;
 - i. Installation of VFDs in PH on Cooling Water pumps for Generator & Transformers
 - ii. Replacement of conventional lighting with LED lighting in PH, Switch Yard & remote sites
- b) The steps taken by the Company for utilizing alternate sources of energy: NIL
 The capital investment on energy conservation equipment: Total amount spent in the last 11 Years ₹ 2.486 million.

(B) TECHNOLOGY ABSORPTION

- (i) The efforts made towards technology absorption: As above
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Energy saved worth ₹ 23.534 million
- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) – NIL
 - (a) the details of technology imported: NIL
 - (b) the year of import: NIL
 - (c) whether the technology been fully absorbed: NA
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development: NIL

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(₹ in Million)

S. No.	Particulars	2022-23	2021-22
I	Foreign Exchange Outgo		
	Traveling and conveyance	0.00	0.00
	Financial charges	0.00	0.00
	CER Expenses	0.00	0.00
	Others	0.00	0.00
	Total	0.00	0.00
II	Foreign Exchange Earnings		
	Others (Sale of Certified Emission Rights)	24.78	13.93

ANNEXURE III TO THE DIRECTORS' REPORT**NOMINATION & REMUNERATION POLICY**

Pursuant to Section 178 of the Companies Act, 2013 and Rules made thereunder, AD Hydro Power Limited is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company already had a Remuneration Committee with three Non-Executive Directors. In order to align the same with the provisions of the Companies Act, 2013, and Rules made thereunder from time to time, the Board of Directors at their meeting held on the 16th March, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules made thereunder, applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

1. OBJECTIVE

The Key Objectives of the Committee would be:

- a) to advise the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management of the Company.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

- (a) "Act" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- (b) "Board" means Board of Directors of the Company.
- (c) Key Managerial Personnel (KMP), means:
 - i. Chief Executive Officer or the managing director or the manager;
 - ii. Company Secretary,
 - iii. Whole-time Director;
 - iv. Chief Financial Officer; and
 - v. such other officer as may be prescribed.
- (d) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- a) reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy, with the objective to diversify the Board;
- b) to recommend to the Board the appointment and removal of Director or key management personnel or Senior Management Personnel.
- c) to carry out evaluation of Director's performance.
- d) assessing the independence of independent directors;
- e) to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- f) making recommendations to the Board on the remuneration/fee payable to the Directors/ KMPs/Senior Officials so appointed/re-appointed;
- g) ensure that level and composition of remuneration of Directors, KMP's and Senior Management is reasonable and sufficient. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- h) to devise a policy on Board diversity;
- i) to develop a succession plan for the Board and Senior Management and to regularly review the plan;
- j) such other key issues/matters as may be referred by the Board or as may be necessary in view of the provision of the Companies Act, 2013 and Rules made thereunder.

4. MEMBERSHIP

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent. However, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee, but shall not chair such Committee.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairman of the Committee shall be a Non-executive Director.
- b) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. POLICY ON BOARD DIVERSITY

The Nomination and Remuneration Committee shall ensure that Board of Directors have the combination of Directors from different areas /fields or as may be considered appropriate in the best interest of the Company. The Board shall have atleast one Board member who has accounting/ financial management expertise.

11. NOMINATION DUTIES

The duties of the Committee in relation to nomination matters include:

1. Ensuring that there is an appropriate induction & training program in place for new Directors and members of Senior Management and reviewing its effectiveness;
2. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
3. Determining the appropriate size, diversity and composition of the Board;
4. Follow a formal and transparent procedure for selecting new Directors for appointment to the Board, Key Managerial Personnel's and Senior Management Personnel;
5. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
6. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
7. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
8. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
9. Considering any other matters as may be requested by the Board;

12. REMUNERATION DUTIES

The Committee will recommend the remuneration/fee to be paid to the Managing Director, Whole-time Director, other Directors, Key Managerial Personnel and Senior Management Personnel to the Board for their approval.

The level and composition of remuneration/fee so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration/fee to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Director/ Managing Director

Besides the above Criteria, the Remuneration/ compensation/ commission/fee to be paid to Director/ Managing Director/ Whole Time Director shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

2. Non-executive Independent Directors

The Non-Executive Independent Director may receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

3. Key Managerial Personnel's /Senior Management Personnel etc.

The Remuneration to be paid to Key Managerial Personnel's/ Senior Management Personnel shall be based on the experience, qualification, performance and expertise of the related personnel and governed by the limits, if any prescribed under the Companies Act, 2013 and Rules made thereunder or any other enactment for the time being in force.

4. Directors' and Officers' Insurance

Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel's/ Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

13. EVALUATION/ ASSESSMENT OF DIRECTORS OF THE COMPANY

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performances of the Directors have been:

- Contributing to clearly defined corporate objectives & plans
- Obtain adequate, relevant & timely information from external sources
- Review of strategic and operational plans, objectives and budgets
- Regular monitoring of corporate results against projections
- Identify, monitor & take steps for mitigation of significant corporate risks
- Assess policies, structures & procedures
- Review management's succession plan
- Effective meetings
- Assuring appropriate board size, composition, independence, structure
- Clearly defining roles & monitoring activities of committees.
- Additionally, for the evaluation/assessment of the performances of Managing Director(s)/Whole Time Director(s) of the Company, following criteria may also be considered:
- Leadership abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials

Evaluation on the aforesaid parameters will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors on the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

14. DISCLOSURE

The Remuneration policy and the evaluation criteria shall be disclosed in the Board's Report.

15. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

16. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case. However, this shall be subject to the approval of Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company.

ANNEXURE IV TO THE DIRECTORS' REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,

AD Hydro Power Limited

Village Prini, P. O. Jagat Sukh, Teh Manali,
Distt Kullu, Himachal Pradesh

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **AD Hydro Power Limited** (CIN: U40101HP2003PLC026108) (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder : **Not applicable to the Company during the period under review.**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): **All the following Regulations including amendments, statutory modification or re-enactment thereto if any, from time to time are not applicable to the Company during the period under review.**
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (vi) Other law applicable specifically to the Company, as identified and on the basis of representation given by the management:
 - The Indian Electricity Act, 2003 and Rules/ Regulations made thereunder; and
 - The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act, 2013).

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India. (Notified and effective from 1st July, 2015 and the revised version effective from October 1st, 2017).
- (ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.
(Being an Unlisted Company, these regulations are not applicable)

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. -The changes in the composition of the Board of Directors during the period under review were carried out in compliance with the provisions of this Act.

Normally adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. There was no dissenting vote for any matter.

I further report that I have relied on the representation made by the Company and its officers for system and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. Therefore, I am of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the Company's affairs.

Note: This report is to be read with my letter of even date which is annexed as "**Annexure I**" and forms an integral part of this report.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

PRADEEP KATHURIA

FCS: 4655

CP: 3086

UDIN: F004655E000626661

Place: New Delhi

Date: 17.07.2023

'Annexure I'

To

The Members,

AD Hydro Power Limited

Village Prini, P. O. Jagat Sukh, Teh Manali,

Distt Kullu, Himachal Pradesh

My report of even date is to be read along with this letter as under:

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by Statutory Auditor.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

PRADEEP KATHURIA

FCS: 4655

CP: 3086

UDIN: F004655E000626661

Place: New Delhi

Date: 17.07.2023

ANNEXURE V TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2022-23

1. **Brief outline on CSR Policy of the Company:** The Company's CSR activities are designed to serve, societal, local and national goals in all the locations where company operates. Through the CSR Policy, the company creates a significant and sustained impact on communities around the Plant location. The Company also provides opportunities for the Employees to contribute to these efforts through volunteering. More detailed in Point No. 14 (iii) of Board Report.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Ravi Jhunjunwala	Chairman	4 (Four)	4 (Four)
2	Dr. Kamal Gupta	Member	4 (Four)	4 (Four)
3	Ms. Tima Iyer Utne	Member	4 (Four)	4 (Four)

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

The Web link is: <http://adhydropower.com/docs/ADHPL CSR Policy.pdf>.

4. Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable: **Not Applicable**
5. a) Average net profit of the company as per section 135(5): **₹ 541.43 Million**
b) Two percent of average net profit of company as per section 135(5): **₹ 10.84 Million**
c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **NIL**
d) Amount required to be set off for the financial year, if any: **NIL**
e) Total CSR obligation for the financial year [(b)+(c)-(d)]: **₹ 10.84 Million**
6. a) Amount spent on CSR projects (Both Ongoing and other than Ongoing Project): **₹ 10.84 Million**
b) Amount spent in Administrative Overheads: **NIL**
c) Amount spent on Impact Assessment, if applicable: **NIL**
d) Total amount spent for the Financial Year [(a)+(b)+(c)]: **₹ 10.84 Million**
e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year 2022-23 (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
₹ 10.84 Million	-	-	-	-	-

f) **Excess amount for set off, if any**

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 10.84 Million
(ii)	Total amount spent for the Financial Year	₹ 10.84 Million
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

7. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Balance Amount in unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount spent in the Financial Year (in ₹)	Amount transferred to a fund as specified under Schedule VII as per second proviso to section 135(6), if any		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
1	FY 2019-20							
2	FY 2020-21							
3	FY 2021-22							

8. Whether any capital asset have been created or acquired through CSR amount spent in the financial year:

Yes ☐ No ☐

If Yes, enter the number of capital assets created/acquired

Furnish the details relating to such assets(s) or created or acquired through CSR amount spent in the Financial Year:

S. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or assets(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
				NA			

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: **Not Applicable**

For and on behalf of the Company
AD Hydro Power Limited

Ravi Jhunjunwala
(Chairman, CSR Committee & Director)

Om Prakash Ajmera
(Director, Chief Executive Officer & Chief Financial Officer)

Independent Auditors' Report

To The Members of AD Hydro Power Limited Report on the Audit of the Financial Statements Opinion

We have audited the accompanying financial statements of AD Hydro Power Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Loss), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with

governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive loss, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures

that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Loss, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received

from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls with reference to the financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the financial statements.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. (*Refer note 29.1 to the financial statements*)
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. (*Refer note 37 to the financial statements*)
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. (*Refer note 38 to the financial statements*)
 - iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 34(vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the note 34(vii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity (ies) ("Funding Parties"), with the

understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries..

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
 - vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP

Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Satpal Singh Arora

(Partner)
(Membership No. 098564)
UDIN: 23098564BGVUUD3012

Place: Gurugram
Date: May 09, 2023

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of AD Hydro Power Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing

and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to the financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance

regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with

reference to financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Satpal Singh Arora

(Partner)

(Membership No. 098564)

UDIN: 23098564BGVUUD3012

Place: Gurugram

Date: May 09, 2023

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (B) The Company does not hold any intangible asset.
- (b) The property, plant and equipment were physically verified during the year by the management which, in our opinion, provides for physical verification at

reasonable intervals. According to the information and explanations given to us, no discrepancies were noticed on such verification.

- (c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment, according to the information and explanations given to us and based on the examination of the award letter and certificate of mutation provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date, except for the following:

Description of property	As at the Balance sheet date (Amount in ₹ crores)	Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of Company
Freehold land located at Village Prini, District Kullu, Himachal Pradesh measuring 2.21 hectares	5.66	Various villagers	No	The land was purchased between 2005 to 2014. Mutation is pending as on March 31, 2023	We are informed that the land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. Further, additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of the company. The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Government and permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh measuring 0.5142 hectares	1.39	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

- (d) The Company has not revalued any of its property, plant and equipment during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventories were physically verified (except for inventories lying with third parties) during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For inventories held with the third parties at the year-end, written confirmation has been obtained. No discrepancies of ten percent or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.
- (b) The Company has not been sanctioned any working capital facility from banks or financial institutions at any point of time of the year and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) (a) The Company has granted unsecured loans to employees but has not made any investments in, provided any guarantee or security or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year-

(Amount in ₹ crores)

Particulars	Loans
A. Aggregate amount provided during the year	
- Others (employees)	0.41
B. Balance outstanding as at balance sheet date in respect of above cases	
- Others (employees)	0.38

- (b) The terms and conditions of the grant of all the above-mentioned loans, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.
- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is

Name of statute	Nature of dispute	Forum where dispute is pending	Period to which amount relates	Amount (₹ in crores)
The Building and Other Construction Workers Welfare Cess Act, 1996 (BOCW)	The Building & Other Construction Workers Welfare Cess	High Court, Himachal Pradesh	January 01, 2005 to July 31, 2012	0.20

- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the

no overdue amount remaining outstanding as at the balance sheet date.

- (e) None of the loan granted by the Company have fallen due during the year.
- (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.
- (iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) Undisputed statutory dues including Income Tax, Goods and Services tax, Provident Fund, Employees' State Insurance, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities. We have been informed that the provisions of the Sales Tax, Services Tax, duty of Custom, duty of Excise, Value Added Tax are not applicable to the Company. There were no undisputed amounts payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Services Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes are given below:

repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The Company has not raised any funds on short-term basis and hence reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports issued to the Company during the year and covering the period up to March 31, 2023 for the period under audit.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For Deloitte Haskins & Sells LLP

Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Satpal Singh Arora

(Partner)
(Membership No. 098564)
UDIN: 23098564BGVUUD3012

Place: Gurugram
Date: May 09, 2023

Balance Sheet

as at March 31, 2023

(₹ in Crores)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
1 Non - current assets			
(a) Property, plant and equipment	3	1,172.25	1,210.00
(b) Capital work in progress	3.1	0.30	-
(c) Financial assets			
(i) Trade receivables	8	29.22	29.22
(ii) Loans	4	0.13	0.12
(iii) Others	5	0.03	0.03
(d) Non-current tax assets	15	0.98	9.47
(e) Other non current assets	6	0.19	0.15
		1,203.10	1,248.99
2 Current assets			
(a) Inventories	7	7.52	8.23
(b) Financial assets			
(i) Trade receivables	8	7.39	16.14
(ii) Cash and cash equivalents	9	3.81	8.54
(iii) Bank balances other than (ii) above	10	92.29	18.06
(iv) Loans	4	0.25	0.15
(v) Others	5	0.18	0.07
(c) Other current assets	6	1.60	1.56
		113.04	52.75
Total Assets		1,316.14	1,301.74
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	12	560.15	560.15
(b) Other equity	13	702.73	500.72
Total Equity		1,262.88	1,060.87
LIABILITIES			
1 Non - current liabilities			
(a) Financial liabilities			
Borrowings	14	-	212.23
(b) Provisions	17	1.89	1.68
(c) Deferred tax liabilities (net)	11	26.94	-
		28.83	213.91
2 Current liabilities			
(a) Financial liabilities			
(i) Short term Borrowings	14	-	8.15
(ii) Trade payables	18		
- total outstanding dues of micro and small enterprises		0.05	-
- total outstanding dues of creditors other than micro and small enterprises		22.30	16.35
(iii) Other financial liabilities	16	0.09	0.17
(b) Provisions	17	0.75	0.36
(c) Other current liabilities	19	1.24	1.93
		24.43	26.96
Total Equity and liabilities		1,316.14	1,301.74

The accompanying notes forming integral part of the financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Satpal Singh Arora
Partner
(Membership No.- 098564)

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjunwala
Director
DIN: 00060972

O.P. Ajmera
Director, CEO & CFO
DIN: 00322834

Rahul Varshney
Director
DIN: 03516721

Ankur Vijay
Company Secretary
M.No: ACS38680

Place: Gurugram
Date: May 09, 2023

Place: Prini, Manali, H.P.
Date: May 09, 2023

Statement of Profit & Loss

for the Year Ended March 31, 2023

		(₹ in Crores)	
Particular	Note No.	Year ended March 31, 2023	Year ended March 31, 2022
I Revenue from operations	20	315.22	255.81
II Other Income	21	9.97	5.47
III Total Income		325.19	261.28
IV Expenses			
Transmission charges	21.1	8.50	44.45
Employee benefits expense	22	17.10	15.16
Finance costs	23	9.63	34.86
Depreciation expense	24	38.02	49.69
Other expenses	25	22.52	18.82
Total expenses		95.77	162.98
V Profit before tax		229.42	98.30
VI Tax expense:			
(a) Current tax	26	0.29	-
(b) Deferred tax charge	26	26.94	-
Total tax expense		27.23	-
VII Profit for the year (V-VI)		202.19	98.30
VIII Other comprehensive income/(loss)			
- Items that will not be reclassified subsequently to profit or loss			
- Re-measurement gains/ (losses) on defined benefit plans		(0.18)	(0.09)
- Income Tax relating Re-measurement losses on defined benefit plans		-	-
Other comprehensive loss for the year		(0.18)	(0.09)
IX Total comprehensive income for the year		202.01	98.21
Earnings per equity share (Face value of Rs.10/- each)			
- Basic (In ₹)	27	3.61	1.75
- Diluted (In ₹)	27	3.61	1.75

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Satpal Singh Arora
Partner
(Membership No.- 098564)

Place: Gurugram
Date: May 09, 2023

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjhunwala
Director
DIN: 00060972

O.P. Ajmera
Director, CEO & CFO
DIN: 00322834

Place: Prini, Manali, H.P.
Date: May 09, 2023

Rahul Varshney
Director
DIN: 03516721

Ankur Vijay
Company Secretary
M.No: ACS38680

Statement of Changes in Equity

for the Year Ended March 31, 2023

A. Equity share capital

1 Current reporting period

(₹ in Crores)

Particulars	Balance as at April 01, 2022	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2022	Changes in equity share capital during the current year	Balance as at March 31, 2023
Authorised					
70,00,00,000 equity shares of ₹ 10 each	700.00	-	700.00	-	700.00
Issued, Subscribed and fully paid-up					
56,01,52,800 equity shares of ₹ 10 each fully paid	560.15	-	560.15	-	560.15

2 Previous reporting period

(₹ in Crores)

Particulars	Balance as at April 01, 2021	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2021	Changes in equity share capital during the current year	Balance as at March 31, 2022
Authorised					
70,00,00,000 equity shares of ₹ 10 each	700.00	-	700.00	-	700.00
Issued, Subscribed and fully paid-up					
56,01,52,800 equity shares of ₹ 10 each fully paid	560.15	-	560.15	-	560.15

B. Other Equity

1 Current reporting period

(₹ in Crores)

	Reserves and Surplus		
	Deemed Equity Contribution	Retained earnings	Total
Balance as at April 01, 2022	499.31	1.41	500.72
Profit for the year	-	202.19	202.19
Other comprehensive loss during the year, net of tax	-	(0.18)	(0.18)
Balance as at March 31, 2023	499.31	203.42	702.73

2 Previous reporting period

(₹ in Crores)

	Reserves and Surplus		
	Deemed Equity Contribution	Retained earnings	Total
Balance as at April 01, 2021	551.76	(96.80)	454.96
Profit for the year	-	98.30	98.30
Other comprehensive loss during the year, net of tax	-	(0.09)	(0.09)
Total	551.76	1.41	553.17
Reclassification to other equity	(52.45)	-	(52.45)
Balance as at March 31, 2022	499.31	1.41	500.72

Nature and Description of Reserves:

(i) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) **Retained earnings:-**

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Satpal Singh Arora

Partner

(Membership No.- 098564)

Place: Gurugram

Date: May 09, 2023

For and on behalf of the Board of Directors of
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Ravi Jhunjhunwala

Director

DIN: 00060972

O.P. Ajmera

Director, CEO & CFO

DIN: 00322834

Place: Prini, Manali, H.P.

Date: May 09, 2023

Rahul Varshney

Director

DIN: 03516721

Ankur Vijay

Company Secretary

M.No: ACS38680

Statement of Cash Flow

for the Year Ended March 31, 2023

(₹ in Crores)		
Particular	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	229.42	98.30
Adjustments for:		
Depreciation expenses	38.02	49.69
Loss on disposal of property, plant and equipment	0.03	0.21
Finance cost	9.63	34.87
Interest Income	(6.16)	(2.89)
Working Capital changes:		
(Increase)/Decrease in trade receivables	8.75	(8.82)
Decrease in other financial assets	-	0.35
(Increase)/Decrease in other current asset	(0.08)	0.16
Decrease in inventories	0.71	0.62
(Decrease)/Increase in other financial liabilities	(0.09)	0.01
Increase in Provisions	0.42	0.48
Increase in trade payables	5.95	5.95
(Decrease)/Increase in other current liabilities	(0.69)	0.48
Cash generated from operations	285.91	179.40
Income-taxes (paid)/refund	8.50	(11.01)
Net cash flow from operating activities	294.41	168.39
B. Cash flow from investing activities		
Purchase of property, plant and equipment	(0.67)	(0.64)
Proceeds from sale of property plant and equipment.	0.08	0.03
Loans given during the year	(0.01)	(0.10)
Loans repaid during the year	(0.10)	0.17
Fixed deposits placed during the year	(92.29)	(18.06)
Fixed deposits matured during the year	18.06	43.79
Interest received	5.80	3.91
Net cash flow from/(used in) investing activities	(69.13)	29.10
C. Cash flow from financing activities		
Repayment of borrowings	(220.38)	(114.05)
Interest paid	(9.63)	(34.52)
Repayment of deemed equity during the year	-	(52.45)
Net cash used in financing activities	(230.01)	(201.02)
Net decrease in Cash and Cash equivalent	(4.73)	(3.53)
Cash and Cash equivalent at the beginning of the year	8.54	12.07
Cash and Cash equivalent at year end (Refer Note No. 9)	3.81	8.54

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP
ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Satpal Singh Arora
Partner
(Membership No.- 098564)

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjunwala
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Ankur Vijay
Company Secretary
M.No: ACS38680

Place: Gurugram
Date: May 09, 2023

Place: Prini, Manali, H.P.
Date: May 09, 2023

Notes to the Financial Statements

for the Year Ended March 31, 2023

1 CORPORATE INFORMATION

AD Hydro Power Limited (hereinafter referred to as 'the Company') is engaged in the generation of hydroelectric power. The Company has set up 192 MW hydroelectric power generation project, out of which, part of the project (Allain side) has started commercial production in 2010-11 and balance portion of the project on Duhangan side has started commercial production in 2011-12.

The Company has the necessary permission from the Government of Himachal Pradesh to own, operate & maintain the project and sell power for a period of forty years from the date of commercial operation i.e. July 29, 2010 with the option to avail a further extension for a maximum period of twenty years after renegotiation of terms and conditions.

The Company is a company limited by shares incorporated in India. Its parent Company is Malana Power Company Limited.

2 SIGNIFICANT ACCOUNTING POLICIES

- a. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

- b. **Functional currency:** These financial statements are presented in Indian rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.
- c. **Operating Cycle:** All assets and liabilities have been classified as current or non-current according to the Company's operating cycle and other criteria set out in the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities.

Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects both current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

Service Concession Arrangements

Management has assessed applicability of Appendix D "Service Concession Arrangements" to Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

Claims and Litigations

The Company is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Company reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Company establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Company's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Company evaluates, among other factors, the degree of probability of an unfavorable outcome and the ability to make a reasonable estimate of the amount of the loss. The Company does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Company determined that there were no matters that required an accrual as of March 31, 2023 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

Deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period and recognized to the extent that it is probable that sufficient taxable profits will be available to utilize the deferred tax asset.

Revenue Recognition

The Company recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Company's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectability is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Unscheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis.

In an arrangements where the Company sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Company has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Company expects to be entitled from a customer and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER), Carbon Credit Entitlement / Certified Emission Reductions ("CER")

The Company recognize carbon emission reduction "CER" income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain these carbon emission reduction. The Company recognise CER value at average price of open contract for sale of CER with customers.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Inventory Valuation

Inventories comprising of components and stores and spares are valued at cost. Scrap is valued at net realizable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in Statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the Statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The Company has used the following useful life to provide depreciation on its Property, Plant and Equipment.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Pressure shaft, Head Race Tunnel, Upstream etc related to civil work)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipment's	3-6
Office equipment's	5

Leases

The Company assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (1) The contract involves the use of an identified asset,
- (2) The Company has substantially all of the economic benefits from use of the identified asset, and
- (3) The Company has the right to direct the use of the identified asset.

Company as a lessee

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

Leases where the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount.

Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Subsequent measurement

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities measured at fair value through profit or loss are recognised immediately in the statement of profit and loss.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

Classification of financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. Investments in debt mutual funds are measured at fair value through profit or loss as per the business model and contractual cash flow test.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost using the effective interest rate method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition, the Company makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, other than equity investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Equity Instruments through Other Comprehensive Income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments

which are not held for trading. Other financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

De-recognition of financial assets

The Company derecognises financial assets in accordance with the principles of Ind AS 109 which usually coincides receipt of payment or write off of the financial asset.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are subsequently measured at amortised cost using the effective interest method or FVTPL. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the Effective Interest Rate (EIR) amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss. Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Financial liabilities are classified as held for trading if these are incurred for the purpose of repurchasing in the near term. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Retirement and other employee benefits

1 Defined Contribution Plan:

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

2 Defined Benefit Plan:

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with ICICI

Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Company contributes to the Company Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note no 31.3

The Company recognises the following changes in the net defined benefit obligation under Employee benefit expense in the statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

Taxes

Current income tax

The Company's tax jurisdiction is in India. Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions.

In arriving at taxable profit and tax bases of assets and liabilities, the Company recognised taxability of amounts in accordance with tax enactments, case law and opinions of tax counsel, as relevant. Where differences arise on tax assessment, these are booked in the period in which they are agreed or on final closure of assessment

Deferred Tax

Deferred tax is provided on temporary difference between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Contingent Liabilities

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on the reporting date, the Company does not have any financial instrument which has been measured either through FVTPL or FVTOCI.

Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

Recent Indian Accounting Standards (Ind AS)

Recent accounting pronouncements Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

3 PROPERTY, PLANT AND EQUIPMENT

Particulars	Freehold Land (Refer Note 3 below)	Hydraulic Work (Refer Note 1 below)	Buildings and Roads (Refer Note 1 below)	Plant and Equipment	Transmission Line (Refer Note 2 below)	Furniture and Fixtures	Office Equipment	Computers	Electric Installations	Vehicles	Total
Gross Carrying value											
As at April 1, 2021	30.56	836.43	272.17	492.99	423.41	1.44	1.37	0.80	4.91	1.42	2,065.49
Additions	-	-	-	0.00	-	-	0.46	0.03	-	0.15	0.64
Disposals	-	-	-	0.49	-	1.26	0.14	0.23	0.05	0.14	2.32
As at March 31, 2022	30.56	836.43	272.17	492.50	423.41	0.18	1.69	0.60	4.86	1.43	2,063.81
Additions	-	-	-	0.02	-	0.03	0.01	0.06	-	0.26	0.37
Disposals	-	-	-	-	-	0.01	-	-	-	0.23	0.23
As at March 31, 2023	30.56	836.43	272.17	492.52	423.41	0.20	1.70	0.66	4.86	1.46	2,063.95
Accumulated depreciation											
As at April 1, 2021	-	266.67	223.98	168.19	139.52	1.31	1.12	0.66	4.03	0.73	806.21
Charge for the year	-	17.72	12.24	10.37	8.89	0.01	0.14	0.04	0.12	0.15	49.69
Disposals	-	-	-	0.35	-	1.20	0.14	0.22	0.05	0.11	2.07
As at March 31, 2022	-	284.39	236.22	178.21	148.41	0.13	1.12	0.48	4.10	0.77	853.83
Charge for the year	-	17.72	0.55	10.38	8.89	0.01	0.13	0.09	0.11	0.14	38.02
Disposals	-	-	-	-	-	0.00	0.00	-	-	0.15	0.15
As at March 31, 2023	-	302.11	236.77	188.59	157.30	0.14	1.25	0.57	4.21	0.76	891.70
Net carrying value as at March 31, 2022	30.56	552.04	35.95	314.29	275.00	0.05	0.57	0.12	0.76	0.66	1,210.00
Net carrying value as at March 31, 2023	30.56	534.32	35.40	303.93	266.11	0.06	0.45	0.09	0.65	0.70	1,172.25

Notes:

All the assets are owned by the Company except as mentioned otherwise.

- Gross carrying value of buildings and roads as at March 31, 2023 includes cost of roads ₹ 1.29 crores (Previous year- ₹ 1.29 crores) constructed on land acquired for the project under irrevocable use of asset.
- Gross carrying value of transmission line includes payment for 'Rights to use' amounting to ₹ 52.54 crores (Previous year- ₹ 52.54 crores) and accumulated depreciation of ₹ 20.40 crores as on March 31, 2023 (Previous year- ₹ 19.09 crores) (including depreciation charged during the year is of ₹ 1.31 crores (Previous year- ₹ 1.31 crores)). 'Right to use' is an irrevocable perpetual right of use of land, but the ownership of land does not vest with the Company.
- Land (for current and previous year) includes ₹ 29.99 crores paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of Company has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers amounting ₹ 7.06 crores and the mutation is in progress.

3.1 CAPITAL WORK IN PROGRESS

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Capital work-in-Progress ("CWIP")		
Opening Balance	-	-
Service cost	0.30	-
Total	0.30	-

CWIP as at March 31, 2023	<1year	1-2Years	2-3 Years	>3 years	Total
Project in progress	0.30	-	-	-	-
CWIP as at March 31, 2022	<1year	1-2Years	2-3 Years	>3 years	Total
Project in progress	-	-	-	-	-

Note: As on March 31, 2023, projects under CWIP are not overdue and has not exceeded its cost compared to its original plan and none of the projects are suspended.

4. LOANS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good (measured at amortised cost)				
Loans to employees	0.13	0.12	0.25	0.15
Total	0.13	0.12	0.25	0.15

5. OTHER FINANCIAL ASSETS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Interest accrued on banks deposits	-	-	0.18	0.07
Deposits with original maturity period of more than 12 months*	0.03	0.03	-	-
Total	0.03	0.03	0.18	0.07

*Fixed deposit of ₹ 0.03 crores (Previous year ₹ 0.03 crores) pledged with the H.P. Government Sales Tax Department and Transport Authority.

6. OTHER ASSETS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good)				
Security deposits	0.12	0.12	-	-
Advances to employees	-	-	0.13	0.17
Prepaid expenses	0.07	0.03	0.96	0.99
Advances to Suppliers				
- Unsecured, considered good	-	-	0.51	0.40
- Unsecured, considered doubtful	-	-	0.24	0.24
Less: Provision for doubtful advances	-	-	(0.24)	(0.24)
Total	0.19	0.15	1.60	1.56

7. INVENTORIES (LOWER OF COST AND NET REALIZABLE VALUE)

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Stores and spares*	7.52	8.23
Total	7.52	8.23

* Includes stores and spares lying with third party

8. TRADE RECEIVABLES

(₹ in Crores)

Particulars	Non-Current*		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Trade receivables				
- Unsecured, considered good	29.22	29.22	7.39	16.14
- Credit impaired	3.17	3.17	-	-
Less : Provision for expected credit loss	(3.17)	(3.17)	-	-
Total	29.22	29.22	7.39	16.14

Note: Average credit period for the Company's receivables from its generation and transmission business is in the range of 7 to 60 days.

* Refer Note No. 29.3 (ii)

Trade Receivables Ageing Schedule- Non Current

(₹ in Crores)

As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Disputed Trade Receivables - others	-	-	-	-	2.56	29.83	32.39
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(3.17)	(3.17)
Total	-	-	-	-	2.56	26.66	29.22

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Disputed Trade Receivables - others	-	-	-	2.27	20.36	9.76	32.39
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(3.17)	(3.17)
Total	-	-	-	2.27	20.36	6.59	29.22

Trade Receivables Ageing Schedule- Current

(₹ in Crores)

As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	5.94	0.80	-	-	-	-	6.75
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Trade Receivables-Billed	5.94	0.80	-	-	-	-	6.75
Trade Receivables-Unbilled	0.64	-	-	-	-	-	0.64
Total	6.58	0.80	-	-	-	-	7.39

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	13.09	1.99	0.43	-	-	-	15.50
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Trade Receivable-Billed	13.09	1.99	0.43	-	-	-	15.50
Trade Receivable-Unbilled	0.64	-	-	-	-	-	0.64
Total	13.73	1.99	0.43	-	-	-	16.14

9. CASH AND CASH EQUIVALENTS

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Cash on hand	0.03	0.03
Balances with banks:		
- Current accounts	0.83	1.54
- In deposit accounts (with original maturity less than 3 months)	2.95	6.97
Total	3.81	8.54

10. BANK BALANCES

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Margin money (held as security)*	0.19	5.50
In deposit accounts	92.10	12.56
Total	92.29	18.06

* Held as margin money with IDBI Bank as at 31 March 2023 and IDBI trustee as at March 31, 2022 amounting ₹ 0.19 crores & ₹ 5.50 crores respectively.

11. DEFERRED TAX ASSETS/(LIABILITIES)

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022*
Tax effects constituting deferred tax assets		
Brought forward depreciation	181.70	236.43
Provision for employee benefits	0.68	0.51
Total Deferred tax assets (a)	182.38	236.94
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	(209.32)	(206.64)
Total Deferred tax liabilities (b)	(209.32)	(206.64)
Net deferred tax assets/(liabilities) (a) + (b)	(26.94)	30.30

* not recognized due to lack of reasonable certainty of sufficient future taxable income against which such net deferred tax assets can be realized as the Company had substantial unabsorbed depreciation. In the current year, the Company has recognized net Deferred tax liability.

12. SHARE CAPITAL

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022*
Authorized Shares		
70,00,00,000 (Previous year 70,00,00,000) equity shares of ₹ 10 each	700.00	700.00
Issued, Subscribed and fully paid-up shares		
56,01,52,841 (Previous year 56,01,52,841) equity shares of ₹ 10 each fully paid	560.15	560.15
Total	560.15	560.15

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount (₹ in crores)	No. of shares	Amount (₹ in crores)
Shares outstanding at the beginning of the year	56,01,52,841	560.15	56,01,52,841	560.15
Movement during the year	-	-	-	-
Shares outstanding at the end of the year	56,01,52,841	560.15	56,01,52,841	560.15

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Detail of shares held by the parent company:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount (₹ in crores)	No. of shares	Amount (₹ in crores)
Malana Power Company Limited, the parent company, alongwith its nominees	56,01,52,841	560.15	49,29,55,640	492.96

(d) Details of shareholders holding more than 5% shares in the Company:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	(in %)	No. of shares	(in %)
Name of the Shareholders				
Malana Power Company Limited, alongwith its nominees	56,01,52,841	100%	49,29,55,640	88%
International Finance Corporation, Washington	-	-	6,71,97,201	12%

(e) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	Malana Power Company Limited, alongwith its nominees	56,01,52,841	100%	49,29,55,640	88%
Total		56,01,52,841	100%	49,29,55,640	88%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownership of shares.

13. OTHER EQUITY

Particulars	(₹ in Crores)
(A) Retained earnings:	
Balance as at April 1, 2021	(96.80)
Profit for the year	98.30
Other comprehensive loss (net of tax)	(0.09)
Balance as at March 31, 2022	1.41
Profit for the year	202.19
Other comprehensive loss (net of tax)	(0.18)
Balance as at March 31, 2023	203.42
(B) Deemed Equity Contribution:	
Balance as at April 1, 2021	551.76
Reclassified in 2021-22	(52.45)
Balance as at March 31, 2022	499.31
Additions/Deletions during the year	-
Balance as at March 31, 2023	499.31
Total other equity as at March 31, 2023	702.73

Nature and Description of Reserves:

Retained earnings:

Retained earnings constitute the accumulated profits earned by the Company till date, less dividend (including dividend distribution tax) and other distribution made to the shareholders.

Deemed Equity Contribution

Deemed equity contribution consists of contribution from the holding company.

14. NON-CURRENT BORROWINGS

(₹ in Crores)

Particulars	Non - current	
	As at March 31, 2023	As at March 31, 2022
Term loans		
From banks (secured)	-	74.38
Other loans		
Loan - Parent Company (unsecured)*	-	146.00
Total	-	220.38
Less: Current maturities (disclosed in short term borrowings)	-	(8.15)
Total	-	212.23

Notes:**(i) Term Loan from Bank :**

Interest on term loan from Indusind Bank Limited is 6.20% per annum (Previous year 8.00% per annum). This loan is fully repaid during the year.

The loan is secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the company, on pari passu basis. Further, the Parent Company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 80.00 crores) in case of default in repayment and has also pledge its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%)) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender. IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

***(ii) Loan and advances from related party - parent company (unsecured)**

Term loan from Parent Company is unsecured and was given between the year 2006 to 2009 under the erstwhile Companies Act, 1956 as per the terms of the subordinated loan agreement between the company and the parent company. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full and the interest thereon is payable as per the conditions stipulated in the financing agreements. During the year, such outstanding loan has been repaid in full.

15. TAX ASSETS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Advance income tax (net of provisions)	0.98	9.47	-	-
Tax assets	0.98	9.47	-	-

16. OTHER FINANCIAL LIABILITIES

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Capital creditors	-	-	-	0.07
Deposit from contractors and others	-	-	0.09	0.10
Total	-	-	0.09	0.17

17. PROVISIONS

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits:				
- Gratuity (Refer Note No. 31.3)	-	-	0.66	0.27
- Compensated absences (Refer Note No. 31.3)	1.89	1.68	0.09	0.09
Total	1.89	1.68	0.75	0.36

18. TRADE PAYABLES*

(₹ in Crores)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Trade payables				
- total outstanding dues of micro and small enterprises (Refer Note below)	-	-	0.05	-
- total outstanding dues of creditors other than micro and small enterprises	-	-	22.30	16.35
Total	-	-	22.35	16.35

*There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

18. TRADE PAYABLES

Ageing for trade payable outstanding as at March 31, 2023 is as follows:

(₹ in Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Trade payable							
MSME (refer details below)	-	0.05	-	-	-	-	0.05
Others	1.91	2.60	16.57	0.01	0.71	0.51	22.30
Total	1.91	2.65	16.57	0.01	0.71	0.51	22.35

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

(₹ in Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Trade payable							
MSME (refer details below)	-	-	-	-	-	-	-
Others	-	-	15.44	0.10	0.21	0.60	16.35
Total	-	-	15.44	0.10	0.21	0.60	16.35

Micro, Small and Medium Enterprises

Details relating to micro, small and medium enterprises is disclosed below:-

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
The principal amount remaining unpaid to any supplier as at the end of the year	0.05	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

19. OTHER CURRENT LIABILITIES

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory liabilities	0.59	0.86
Advance received for tower re-routing work	0.65	1.07
Total	1.24	1.93

20. REVENUE FROM OPERATIONS

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Revenue from power supply	307.81	248.96
b) Revenue from transmission income	7.41	6.85
Revenue from Operations	315.22	255.81

21. OTHER INCOME

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest income earned on financial assets that are measured at amortised cost-		
- Interest on deposits with banks	5.89	2.89
Interest on Income tax refund	0.26	-
Sale of certified emission reductions	2.48	1.39
Insurance claim received	-	0.01
Miscellaneous income	1.34	1.18
Total	9.97	5.47

21.1 Transmission charges

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Open access charges	4.68	15.30
Bulk power transmission charges (Refer note 29.2(a))	3.82	29.15
Total	8.50	44.45

22. EMPLOYEE BENEFITS EXPENSE

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Salaries, wages and bonus	15.22	13.46
Contribution to provident and other funds (Refer Note no. 31.1)	0.95	0.79
Gratuity expenses (Refer Note no. 31.3)	0.22	0.18
Compensated absences expenses (Refer Note no. 31.3)	0.24	0.14
Staff welfare expenses	0.47	0.60
Total	17.10	15.16

23. FINANCE COSTS

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Interest expense		
- Interest on term loans	1.51	13.22
- On loan from parent company	8.10	13.94
- Interest others	-	1.76
b) Finance and bank charges	0.02	5.94
Total	9.63	34.86

24. DEPRECIATION EXPENSE

(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Depreciation on property, plant and equipment	38.02	49.69
Total	38.02	49.69

25. OTHER EXPENSES
(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Stores, spares & other consumables	3.60	2.50
Rent	0.52	0.47
Power and fuel	1.54	1.42
Repair and maintenance		
- Plant and machinery	2.78	1.42
- Others	2.40	2.28
Rates and taxes	0.20	0.05
Insurance	3.12	3.07
Payment to auditors (Refer Note (1) below)	0.20	0.18
Traveling and conveyance	0.27	0.24
Legal and professional expenses	1.73	1.45
Security arrangement expenses	1.79	1.49
Social welfare expenses	0.17	0.63
Corporate social responsibility expenses (Refer Note (2) below)	1.09	0.69
Vehicle running and hiring expenses	1.20	1.14
Loss on disposal of property, plant and equipment	0.03	0.21
Outsourced support cost	0.88	0.73
Miscellaneous expenses	1.01	0.86
Total	22.52	18.82

Notes :
(1) Payment to auditors :
(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
- Fees for Statutory Audit	0.16	0.14
- Fees for certification	-	0.01
- Reimbursement of expenses	0.01	0.01
- Goods and service tax on above	0.03	0.03
Total	0.20	0.18

(2) Corporate social responsibility expenditure
(₹ in Crores)

Particulars	For the Year ended March 31, 2023
a) Amount required to be spent as per Section 135 of the Act	1.09
b) Amount spent during the year on the following:	
(i) Construction/Acquisition of any asset	-
(ii) On purposes other than (i) above	1.09
Total (i) + (ii)	1.09

Amount unspent as on March 31, 2023 is ₹ Nil (Previous year ₹ Nil)

26. TAX EXPENSE
(₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Current tax	0.29	-
Deferred tax charge	26.94	-
Total	27.23	-

The income tax expense for the year can be reconciled to the profit before tax as follows: (₹ in Crores)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Accounting profit before Income-tax	229.42	98.30
At India's statutory income tax rate of 25.17%	57.74	24.74
Tax effect of depreciation and expenses that are not deductible for determining taxable profits	(2.29)	(1.44)
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(0.29)	(0.19)
	55.16	23.11
Tax expense	55.16	23.11
Less: Set off of carried forward unabsorbed depreciation	(55.16)	(23.11)
Net Income tax expense	-	-
Tax effect of deferred tax assets not recognized till date	(48.38)	-
Tax effect of temporary differences that are not deductible for determining taxable profits	(2.02)	-
Tax effect of unabsorbed depreciation	77.34	-
Add: Tax effect of income from sale of emission reductions certificates taxable at lower rate	0.29	-
Income tax expenses reported in the Statement of Profit & Loss	27.23	-

27. EARNING PER SHARE

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Profit for the year attributable to owners of the Company (₹ in crores) (a)	202.19	98.30
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of shares in crores) (b)	56.02	56.02
Basic earning per share (in ₹) [(a) / (b)]	3.61	1.75
Diluted earning per share (in ₹)	3.61	1.75

28. SEGMENT REPORTING

The Company's activities involves generation and sale of hydro power. Also, the Company generates income from usage of its owned transmission line. Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

29. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

29.1 Contingent Liabilities*

Particulars	As at March 31, 2023	As at March 31, 2022
Claims against the Company not acknowledged as debt:		
Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	14.60	14.60
Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	14.27	14.27
Demand raised by Directorate of Fisheries, Himachal Pradesh (refer note (c) below)	0.65	0.65
Demand of lease rentals by Himachal Pradesh Govt. for diverted forest land **	-	26.12

* The Company believes that these claims/demands are not probable to be decided against the Company and therefore, no provision for the above is required.

** The Government has withdrawn the demand of lease rentals for diverted forest land in July 2022.

Notes:

- (a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ₹ 14.60 crores on the Company under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 01, 2005 to July 31, 2012. The Company is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e from the date when the rules were notified and up to the date when factory license was granted to the Company). In view of this, there is no question of payment of Cess prior to

December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on the Company's view has been already paid and provided for in the books of accounts. The Company had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (b) During the year ended March 31, 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ₹ 14.27 crores on the Company towards Local Area Development Fund (LADF) which was determined considering 1.5% of the final cost of the project of the Company of ₹ 1,607 crores. The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of the Company i.e. ₹ 922 crores in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the Company aggregating to ₹ 14.23 crores. Had these been considered/computed appropriately, the above demand would not arise. Management is of the view that the Company has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.
- (c) During the year ended March 31, 2013, the Department of Fisheries directed the Company to pay an amount of ₹ 1.00 crore for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. The Company had filed a Writ Petition in the Hon'ble High Court of Himachal Pradesh against the said demand and based on the directive of Hon'ble High Court of Himachal Pradesh has deposited ₹ 0.35 crores to Department of Fisheries.

Management is of the view that the Company is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required. However, the Company had written off the deposit amount as there is no movement in this case for more than 5 years and has disclosed the balance of ₹ 0.65 crores as contingent liabilities.

- (d) The Company is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the Company is remote and thus these cases will not have any material impact on the financial statements and no provision is required.
- (e) On December 24, 2021, the Company had received a demand of ₹ 58.33 crores from Central Transmission Utility of India Limited ("CTUIL") in relation to relinquishment charges for surrender of Long Term Access rights with Power Grid Corporation of India Limited, which in the opinion of the Company, is not in accordance with the methodology specified by the CERC vide Order dated March 08, 2019 in petition no. 92/MP/2015.

Based on consideration of the information available till date, the Company had computed the relinquishment charges as per methodology specified by aforesaid order, along with interest, amounting to ₹ 16.32 crores and has provided for in the books of account during the previous year.

Based on the management's assessment, no additional provision is required.

29.2 Commitments

- (a) The Company had entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. The Company has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss. However, during the previous year, the Company had relinquished the Agreement.
Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), the company shall provide 12% (18% w.e.f. July 29 2022) of its deliverable energy free of cost to GOHP. [refer Note 29.1 (e) above]
- (b) The Company has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The Company does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

29.3 Other matters**(i) Impairment of Property, Plant and Equipment's**

As on March 31, 2023, the Company has net worth of ₹ 1,262.88 crores (Previous Year- ₹ 1,060.87 crores) and accumulated profits of ₹ 203.32 crores as at March 31, 2023 (Previous Year- accumulated profits amounting ₹ 1.41 crores). Based on financial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that profits will continue to accrue on account of expected increase in tariff and there are no impairment indicators and hence no adjustments are required to the carrying value of property, plant and equipment on account of impairment and the Company will have sufficient cash flow to meet its future obligations.

(ii) Dispute related to parties using the transmission line

During the earlier years, the Company had raised invoices to the parties using the dedicated transmission system of the Company based on capital cost of ₹ 416.61 crores in terms of Interim Agreement entered into by the parties. However subsequently the capital cost had been challenged by one of the Parties and Central Electricity Regulatory Commission ('CERC') approved the capital cost of Transmission System at ₹ 238.92 crores as against the capital cost submitted by the Company of ₹ 416.61 crores [on the date of commercial operation date ("COD")]/₹ 452.84 crores (with additional capitalization). The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Tariff Regulations of CERC itself. Therefore, the Company had filed an appeal against the CERC Order before Appellate Tribunal (APTEL) in October 2019, which is yet to come for final hearing.

However during the current year, in another proceeding, APTEL, vide order dated October 31, 2022, declared the transmission system of Company as deemed Inter State Transmission System ('ISTS system') with retrospective effect and remanded the case to CERC for calculation of transmission tariff based on point of connection ("POC") mechanism. Under this mechanism, based on the management assessment supported by opinion of legal counsel, the management is of the view that the Company will not be subject to any further liability.

30 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – "Related Party Disclosures" are as follow:

a) Names of related parties and description of relationship

Description of relationship	Name of related party
Ultimate Parent Company	Bhilwara Energy Limited
Parent Company	Malana Power Company Limited
Enterprises under significant influence of key management personnel or their relatives	Rajasthan Spinning & Weaving Mills Limited ("RSWM Limited") HEG Limited BSL Limited Statkraft Market Private Limited
Fellow Subsidiary Companies	Indo Canadian Consultancy Services Limited
Key Management Personnel*	Mr. Ravi Jhunjhunwala (Director) Pankaj Kapoor (Manager)
Trust under common control	i) AD Hydro Power Limited Employees Group Gratuity Trust ii) AD Hydro Power Limited Sr. Executive Group Superannuation Scheme Trust

* Additional related parties identified as per Companies Act, 2013

Non-Executive Director, CEO and CFO	Mr. O P Ajmera
Company Secretary	Mr. Arvind Gupta -(upto March 01, 2023) Mr. Ankur Vijay - (w.e.f. May 01, 2023)

b) Names and details of transaction of related parties during the year are as follows:
Related party disclosures

Transaction with related parties												
Nature of Transaction	Ultimate Parent Company		Parent Company		Enterprises having significant influence over the Company		Key Management Personnel		Fellow subsidiary Company		Trust under common control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year												
(i) Remuneration paid												
Mr. Pankaj Kapoor	-	-	-	-	-	-	0.38	0.35	-	-	-	-
(ii) Consultancy service charges paid												
(iii) Reimbursement of expenses given									0.35	0.07	-	-
a) Bhilwara Energy Limited	-	0.01	-	-	-	-	-	-	-	-	-	-
b) RSWM Limited	-	-	-	-	0.09	0.17	-	-	-	-	-	-
c) HEG Limited	-	-	-	-	0.14	0.00	-	-	-	-	-	-
d) BSL Limited	-	-	-	-	0.11	0.04	-	-	-	-	-	-
(iv) Rent paid	-	-	-	-	0.12	0.12	-	-	-	-	-	-
(v) Material Sale	-	-	0.10	0.13	-	-	-	-	-	-	-	-
(iv) Interest expense on loan	-	-	8.10	13.94	-	-	-	-	-	-	-	-
(v) Professional expenses	-	-	-	-	0.28	0.32	-	-	-	-	-	-
(vi) Unsecured loan repaid	-	-	146.00	-	-	-	-	-	-	-	-	-
(vii) Contribution made in Trust:												
a) AD Hydro Power Limited Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	-	0.18
b) AD Hydro Power Limited Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	0.09	0.03
(viii) Benefits paid on behalf of Trust:												
AD Hydro Power Limited Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	0.11	0.01
Balance outstanding as at year-end:												
i) Trade receivables	-	-	-	-	2.32	11.36	-	-	-	-	-	-
ii) Unsecured loan	-	-	-	146.00	-	-	-	-	-	-	-	-

c) Compensation of Key Management Personnel

(₹ in Crores)

Particulars	Mr. Pankaj Kapoor	
	Manager	
	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Short Term Benefit#	0.37	0.33
Defined Contribution Plan	0.02	0.02
Total	0.39	0.35

does not include post-employment benefits and other long term employee benefits as these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

31 EMPLOYEE BENEFIT PLAN

31.1 Defined contribution plan

i) Superannuation Fund

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company does not carry any further obligations, apart from the contributions made on a monthly basis. The Company recognized ₹ 0.09 crore (previous year ₹ 0.04 crore) in the statement of profit and loss account. (Refer note 22).

ii) Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 0.78 crores (previous year ₹ 0.75 crores) in the statement of profit and loss account. (Refer note 22).

31.2 Details of defined benefit plan and long term employee benefit plan

i) Gratuity Fund

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

31.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:

i) Current and Non – Current classification in Balance Sheet

(₹ in Crores)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	0.09	1.89	1.98	0.09	1.68	1.77
Gratuity:-Present value of funded defined benefit obligation	0.11	3.50	3.61	0.13	2.97	3.10
Fair value of plan assets	-	3.22	3.22	-	3.23	3.23
Net defined benefit obligation/ (Surplus recognized in balance sheet)		-	0.39	-	-	(0.13)

ii) Movement in the present value of Gratuity and Compensated absences (₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the beginning of the period	3.10	2.64	1.77	1.64
Interest Cost	0.22	0.18	0.13	0.11
Current Service Cost	0.23	0.21	0.13	0.13
Benefits Paid	(0.11)	(0.01)	(0.04)	(0.01)
Actuarial (Gain)/Loss on obligation	0.18	0.08	(0.02)	(0.10)
Present value of obligation as at the End of the period	3.62	3.10	1.97	1.77

iii) The amounts recognized in the Statement of Profit and Loss account (₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Service Cost	0.23	0.21	0.13	0.13
Net Interest Cost	(0.01)	(0.03)	0.13	0.11
Remeasurements	-	-	(0.02)	(0.10)
Expense recognized in the Income Statement	0.22	0.18	0.24	0.14

iv) Amount recorded as Re-measurement Gain / (Loss) in Other Comprehensive Income (OCI) (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Actuarial gain / (loss) for the year on Define Benefit Obligation	(0.18)	(0.08)
Actuarial gain / (loss) for the year on Plan Assets	-	(0.01)
Defined benefit cost recognized in other comprehensive income/(loss)	(0.18)	(0.09)

v) Movement in the fair value of plan assets (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Fair value of plan assets at the beginning of the year	3.23	3.04
Actual return on plan assets	0.11	0.20
Employer contribution	-	-
Benefits paid	(0.11)	(0.01)
Fair value of plan assets at the end of the year	3.22	3.23

vi) Major categories of plan assets (as percentage of total plan assets) (₹ in Crores)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer	100%	100%
Bank Balance	-	-
Total	100%	100%

vii) Significant Actuarial Assumptions (₹ in Crores)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.38	7.23	7.38	7.23
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60	60	60	60
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012-14)		100 % of IALM (2012-14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
18 to 30 Years	3.00	3.00	3.00	3.00
30 to 45 years	2.00	2.00	2.00	2.00
Above 45 years	1.00	1.00	1.00	1.00

Note:

- (a) The discount rate is based on the prevailing market yields of Government of India Securities as at Balance Sheet date for the estimated term of the obligations.
- (b) The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors such as supply & demand in the employment market.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

Particulars	Gratuity	
	For period ending March 31, 2023	For period ending March 31, 2022
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period	3.62	3.10
Impact due to increase of 0.50%	(0.18)	(0.16)
Impact due to decrease of 0.50%	0.19	0.17
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period	3.62	3.10
Impact due to increase of 0.50%	0.19	0.18
Impact due to decrease of 0.50%	(0.18)	(0.16)

Note:

- (a) Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- (b) Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

viii) Maturity Profile of defined benefit obligation (₹ in Crores)

Expected cash flow for next 10 years	Gratuity
0 to 1 Year	0.11
1 to 2 Year	0.06
2 to 3 Year	0.23
3 to 4 Year	0.09
4 to 5 Year	0.10
5 to 6 Year	0.37
6 Year onwards	2.66

32 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The Company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analyses in the following sections relate to the position of financial assets and financial liabilities as at March 31, 2023 and March 31, 2022.

I Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is not exposed to any foreign currency risk as there is no material transaction in foreign currency.

II Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

III Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:

(₹ in Crores)		
Particulars	As at March 31, 2023	As at March 31, 2022
Variable rate borrowings	-	-
Fixed rate borrowings	-	220.37
Total	-	220.37

(a) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarises the impact of increase and decrease of profit before tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2023 and March 31, 2022.

(₹ in Crores)		
Particulars	As at March 31, 2023	As at March 31, 2022
Impact on Profit due to:		
Effect on Profit if Interest Rate - decrease by 25 basis points	-	-
Effect on Profit if Interest Rate - increases by 25 basis points	-	-

(b) Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

(c) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

(i) Financial assets to which loss allowance is measured using lifetime /12 months Expected Credit Loss (ECL) as on March 31, 2023.

(₹ in Crores)

Financial assets to which loss allowance is measured using lifetime / 12 months Expected credit loss(ECL)	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss/ Write off	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss/ Write off	Carrying amount net of impairment provision
Loans to employees	0.38	-	0.38	0.27	-	0.27
Security Deposits	0.12	-	0.12	0.12	-	0.12
Trade Receivables	39.78	3.17	36.61	48.52	3.17	45.36
Cash and Cash Equivalents	3.81	-	3.81	8.54	-	8.54
Bank Balances	92.29	-	92.29	18.06	-	18.06
Others	0.21	-	0.21	0.11	-	0.11
Total	136.60	3.17	133.43	75.63	3.17	72.46

The Company is in the power generation sector. The Company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers. Hence, the Company has not provided for any discounting on time value of money.

(ii) Movement in expected credit loss allowance on financial assets

The following table summarizes the change in the loss allowances measured using life-time expected credit loss model:

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the year	3.17	3.17
Add : Provision for expected credit loss recognized during the year	-	-
Less : Provision reversed during the year	-	-
Balance at the end of the year	3.17	3.17

(d) Liquidity risk

Liquidity risk is defined as the risk that Company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Crores)

As at March 31, 2023	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	-	-	-	-
Trade payables	21.12	0.71	0.52	22.35
Capital Creditors	-	-	-	-
Sundry Deposits	0.12	-	-	0.12

(₹ in Crores)

As at March 31, 2022	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	8.15	22.04	190.18	220.37
Trade payables	15.37	0.31	0.60	16.28
Capital Creditors	0.07	-	-	0.07
Interest accrued but not due on loan from financial institution	1.56	-	-	1.56
Sundry Deposits	0.10	-	-	0.10

(l) Capital management
(a) Risk management

The Company's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:

(₹ in Crores)

Particulars	As at March 31, 2023	As at March 31, 2022
Net Debt	-	211.83
Total Equity	1,262.88	1,060.88
Net Debt to Equity Ratio	-	0.20

(ii) Financial instruments- accounting classification and fair value measurement

(₹ in Crores)

Particulars	As at March 31, 2023				As at March 31, 2022			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Loan to Employees	-	-	0.38	0.38	-	-	0.27	0.27
Security deposit	-	-	0.12	0.12	-	-	0.12	0.12
Trade receivables	-	-	36.61	36.61	-	-	45.36	45.36
Cash and Cash Equivalents	-	-	3.81	3.81	-	-	8.54	8.54
Bank Balances	-	-	92.29	92.29	-	-	18.06	18.06
Others	-	-	0.21	0.21	-	-	0.11	0.11
Total Financial assets	-	-	133.43	133.43	-	-	72.46	72.46
Borrowings	-	-	-	-	-	-	220.37	220.37
Trade Payables	-	-	22.35	22.35	-	-	16.28	16.28
Interest accrued but not due on loan from bank and financial institutions	-	-	-	-	-	-	1.56	1.56
Sundry Deposit	-	-	0.12	0.12	-	-	0.10	0.10
Capital Creditors	-	-	-	-	-	-	0.07	0.07
Total financial liabilities	-	-	22.47	22.47	-	-	238.38	238.38

33 RATIOS

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Variances (%)	Remarks/ Reason for Variance if change is more than 25%
(a) Current ratio (in times)	Current assets	Current liabilities	4.63	1.96	137%	Increase is mainly due to increase in other bank balance on account of cash generated from operating activities during the year.
(b) Debt-Equity ratio (in times)	Total debt (Non-current and current)	Shareholder's equity (Total equity)	-	0.21	-100%	Decrease is mainly on account of repayment of entire borrowings during the year.
(c) Debt Service Coverage Ratio (in times)	Earnings available for debt service = net profit after taxes + depreciation expense + finance costs + non-cash operating expenses + other non-cash adjustments	Debt service = interest + principal repayments	1.09	1.23	-12%	

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Variances (%)	Remarks/ Reason for Variance if change is more than 25%
(d) Return on Equity Ratio (in %)	Net profit after taxes	Average shareholder's equity (Total Equity)	17.40%	9.47%	83.74%	Increase is due to increase in profit during the current year which is on account of increase in revenue from power supply which is mainly due to increase in average tariff rate.
(e) Trade Receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	7.69	6.25	23.10%	
(f) Trade payables turnover ratio(in times)	Net credit purchases	Average trade payables	1.17	1.56	-25.30%	Decrease is due to decrease in transmission charges and resultant payables.
(g) Net capital turnover ratio (in times)	Revenue from operations	Working capital = Current assets - Current liabilities	3.56	9.92	-64.18%	Decrease is mainly due to increase in working capital as a result of cash generated from operations during the current year.
(h) Net profit ratio (in %)	Profit for the year	Revenue from operations	64.14%	38.43%	66.90%	Increase is due to increase in profit during the current year which is on account of increase in revenue from power supply due to increase in average tariff rate and decrease in finance cost due to repayment of entire borrowings.
(i) Return on Capital employed (in %)	Profit before tax and finance costs	Capital employed = Tangible net worth + total debt + deferred tax liability	17.40%	5.98%	190.99%	Increase is due to increase in profit for the year which is mainly on account of increase in revenue from power supply due to increase in average tariff rate.

Note: Return on Investment Ratio and Inventory Turnover ratio is not applicable to the Company.

34 OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property
- (ii) The Company does not have any transactions with struck off Companies under Companies Act, 2013 or Companies Act, 1956.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period,
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (vi) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- (vii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (viii) The Company does not have any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

35 CORPORATE SOCIAL RESPONSIBILITY (CSR)

Details with regard to CSR activities is as follows:-

(₹ in Crores)		
Particulars	As at March 31, 2023	As at March 31, 2022
(i) Amount required to be spent by the company during the year,	1.09	0.61
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	-	-
(b) On purposes other than (a) above	1.09	0.69
(iii) Shortfall at the end of the year,	-	-
(iv) Total of previous years shortfall,	-	-
(v) Reason for shortfall,		
(vi) Nature of CSR activities,	Health, Education	Health, Education
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

36 Effective April 01, 2019, the Company adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 37.38 crores as at April 01, 2019 as disclosed in Note 3.

37 The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

38 There are no amounts that are due to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules made thereunder.

39 Title deeds of Immovable Properties not held in the name of the Company

Details of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:

Relevant line in the Balance Sheet	Description of items of property	Gross carrying value	Title deeds held in the name of	Whether the title deed holder is a promoter, director or relative of # promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	2.2158 hectares	₹ 5.66 crores	Concerned Landowners	No	The additional private land was purchased between 2005 to 2014	The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. The additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of the company. The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Govt.. Permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	0.5142 hectares	₹ 1.39 crores	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

- 40 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjhunwala
Director
DIN: 00060972

O.P. Ajmera
Director, CEO & CFO
DIN: 00322834

Place: Prini, Manali, H.P.
Date: May 09, 2023

Rahul Varshney
Director
DIN: 03516721

Ankur Vijay
Company Secretary
M.No: ACS38680

ANNUAL REPORT
OF



REPLUS ENGITECH PRIVATE LIMITED

CIN : U31900PN2018PTC180903

Corporate Information

BOARD OF DIRECTORS

Mr. Riju Jhunjhunwala, Chairman
Mr. Hiren Pravin Shah, ED & CEO
Mr. Om Prakash Ajmera
Mr. Ankit Vijay Kanchal
Mr. Ankur Khaitan

KEY EXECUTIVES

Mr. Avinash Daga, Company Secretary

STATUTORY AUDITORS

M/s S S Kothari Mehta & Company
Chartered Accountants
New Delhi

INTERNAL AUDITORS

M/s Ashim & Associates
Chartered Accountants
New Delhi

BANKERS

HDFC Bank Limited

REGISTERED OFFICE

SB-701, 702 and SB-716,
7th Floor, South Block,
Sacred World, Wanawadi Pune,
Maharashtra - 411040

CIN: U31900PN2018PTC180903

Directors' Report

for the Financial Year 2022-23

To
The Members

Your Directors have pleasure in presenting herewith their 5th AGM Annual Report together with the Audited Financial Statements along with the Auditors' Report for the financial year ended 31st March, 2023.

FINANCIAL RESULTS:

The Company's financial performance for the year under review along with previous year's figures is given hereunder:

(Amt. in ₹ Crores)

Particulars	31 st March 2023	31 st March 2022
Total Income	12.078	4.748
Total Expenditure	16.818	6.622
Profit/(Loss) Before Taxes	(4.740)	(1.874)
Taxes/ Deferred taxes	(1.231)	(0.467)
Profit/(Loss) After Tax	(3.508)	(1.407)
Other Comprehensive Income	1.53	0.00
Total Comprehensive Income	1.13	0.00
Basic EPS/Diluted EPS (in ₹ Per Share)	(18.25)	(8.82)

The Annual Financial statements for the financial year 2022-23 are attached to this annual report.

OVERALL PERFORMANCE:

Your Company generated a revenue from operations of ₹ 11.63 Crores during the financial year ended 31st March, 2023 and Other Income of ₹ 0.44 Cr. As, the company is in the startup phase and due to high fixed cost (OPEX) against revenue. The Company has incurred a loss of (₹ 3.50 Crores) for the year ended 31st March, 2023.

STATEMENT OF COMPANY AFFAIRS:

During the financial year, the company have supplied Lithium based Battery Energy Storage solutions to Capgemini Technology Services India Limited of 2.5 MWh for Noida site and executed Installation and Commissioning services for Containerized Battery Energy Storage Solution.

Further, we have supplied Battery of 3.44 MWh for Capgemini, Airoli, Mumbai Site. The Company has provided design and consultation services for various Project with Battery Energy Storage Solutions.

TRANSFER TO RESERVES:

The Company has not transferred any amount to the general reserve.

ANNUAL RETURN:

As required pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014. In terms of Section 92(3) of the Companies Act, 2013 as amended, the Annual Return of the Company is placed on the Website of the Company www.replusengitech.com.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE

FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT.

There is no such material changes or commitments occurred, affecting the financial position of the company which has occurred between the end of the financial year i.e. 31st March, 2023 and the date of this report.

DIVIDEND

In View of the Losses, your Director's do not propose any dividend for the financial year under review.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has adequate internal financial controls in place with reference to the financial statements. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of Control.

PERSONNEL

Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ Shareholders under the provisions of Section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no Deposits which were outstanding as on 31st March, 2023.

RESERVES

No Amount was required to be transferred to Reserve.

SHARE CAPITAL

A) Issue of Equity Shares with differential Rights

During the Financial Year 2022-23, no equity Shares have been issued with differential rights.

B) Issue of Sweat Equity Shares

During the Financial Year 2022-23, no Sweat equity Shares have been issued.

C) Issue of Employee Stock Options

During the Financial Year 2022-23, no equity Shares have been issued under Employee Stock Option Scheme / Employee Stock Purchase Scheme.

D) Provision of Money by Company for Purchase of its own shares by employees or by trustees for the benefit of employees

During the financial Year 2022-23 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So, the provisions as provided in rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

in accordance with the Provisions of Section 134 (3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014, is given as Annexure – 1 forming part of this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

During the year under review, there were no orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

NUMBER OF MEETINGS OF THE BOARD:

The Board of Directors met Five (5) times during the reporting year under review on 14th May, 2022, 29th July, 2022, 16th September, 2022, 31st October, 2022, 2nd February, 2023. Notice of meeting with agenda along with necessary details were sent to the Directors on time.

Further following are the details with respect to Board meeting attendance by each Director.

Name of Director	Board Meetings held during the tenure of Director	Board Meeting Attended
Riju Jhunjhunwala	5	4
Hiren Pravin Shah	5	5
Om Prakash Ajmera	5	4
Ankit Kanchal	5	5
Ankur Khaitan	5	5

MEETINGS OF THE MEMBER:

The Member have meet in Extra ordinary General Meeting held on 16th September, 2022 and in 4th Annual General Meeting held on 23rd September, 2022.

DIRECTORS:

The following changes occurred in the Directors of the Company. (FY 2021-22)

Mr. Ankur Khaitan (DIN No. 09201058), Whole Time Director has been step down and became Non – Executive Director of the Company w.e.f 5th January 2023.

CAPITAL STRUCTURE:

During the year the Company has not increased or infused any capital.

DISQUALIFICATION OF DIRECTORS:

None of the Directors on the Board of the Company have incurred any disqualification on account of non-compliance with any of the provisions of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All the Contracts/arrangements/transactions entered into by the company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your Company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013.

Accordingly, the disclosure of related party transactions as required under section 134 (3)(h) of the Companies Act, 2013 in form AOC-2 is Annexure-2 forming part of this report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not done any transactions in terms of Section -186 of the Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors of your Company, to the best of their knowledge and ability, confirm that:

- in the preparation of the annual accounts, the applicable Indian accounting standards (IND AS) have been followed along with proper explanation relating to material departures, if any;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit & loss of the Company for that year;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts on a going concern basis;
- the Directors have laid down proper internal financial controls and system which are adequate and are operating effectively.
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

AUDITORS & THEIR REPORTS:

The Auditors, M/s S S Kothari Mehta & Company, Chartered Accountants, be and are hereby appointed as Statutory Auditors of the company for a period of first 5 (Five) Years from FY 2021-22 in the 3rd Annual General Meeting held on 30.09.2021 till the conclusion of the 8th Annual General Meeting to be held in the calendar year 2026.

During the Year Under Review, the Auditors had not reported any matter under Section 143(12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Companies Act, 2013.

The Auditors' Report read along with notes of accounts is self-explanatory and therefore does not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remarks.

The company will take necessary steps for providing provision for interest payable to MSMED creditors for payments made after 45 days as per MSMED Act, 2006 from the next financial year.

DETAILS OF THE FRAUDS REPORTED BY THE AUDITOR

There were no frauds reported by the auditor during the year under sub-section (12) of section 143 other than those which are reportable to the Central Government.

COST RECORDS

The Company is not required to maintain cost records pursuant to the provisions of section 148 of the Companies Act 2013.

MATERIAL CHANGES AND COMMITMENT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the

financial year to which financial statements relate and on the date of this report.

DEPOSITS:

Your Company has not accepted any public deposits within the meaning of the Companies Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant material orders passed by the courts / regulators or tribunals impacting the going concern status and companies' operations in future.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The provisions of section 177 of the Companies Act, 2013, read with rule 6 and 7 of Companies (Meetings of Board and its power) Rules, 2014 is not applicable to the Company.

SECRETARIAL STANDARDS

The Company has devised proper systems to ensure compliance with respect to all the applicable Secretarial Standards. The Board hereby reports that all the compliances in this regard have been complied with.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place a policy for prevention of sexual harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee has

been set up to redress complaints received regarding sexual harassment.

All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The Company did not receive any complain during the year 2022-23.

Further, the company has arranged training for the employees on 25.03.2023 for awareness about the POSH under the ICC committee constituted in November, 2021.

ACKNOWLEDGEMENTS:

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

For REPLUS ENGITECH PRIVATE LIMITED

Hiren Pravin Shah
Executive Director & CEO
DIN: 08309658

Ankur Khaitan
Director
DIN: 09201058

Date: 3rd August, 2023
Place: Pune

ANNEXURE – I TO THE DIRECTORS' REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EARNINGS AND OUTGO

A. CONSERVATION OF ENERGY:

The company has consumed minimal amount of electricity and energy during the year, further there are no specific schemes to conserve energy / improve energy efficiency in the last financial year.

- the Company has taken appropriate steps on conservation of energy;
- Currently the company is using electricity as the sources of energy;
- the Company has not made any capital investment on energy conservation equipment as of now.

B. TECHNOLOGY ABSORPTION

No new technology was absorbed during the year 2022-23. Following are the details with respect to the said Technology Absorption aspect:

- No efforts were made towards technology absorption.
- the benefits derived like product improvement, cost reduction, product development or import substitution:
- in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
- the details of technology imported; the year of import;
- whether the technology been fully absorbed;
- if not fully absorbed, areas where absorption has not taken place, and the reasons thereof and

C. Research and Development

There was no expenditure incurred on Research and Development

D. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

The Company has taken the initiatives taken to increase exports, development of new export markets for products and services, and new export plans are being considered by the Board:

Details of inflows & outflows of Foreign Exchange:

(Amount in ₹ Lacs)

Nature of Transaction	Year ended 31 st March 2023	Year ended 31 st March 2022
Total foreign exchange earned	0.00	22.08
Total foreign exchange spent	919.08	107.35

ANNEXURE – II TO THE DIRECTORS' REPORT

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. **Details of contracts or arrangements or transactions not at Arm's length basis- NIL**
2. **Details of contracts or arrangements or transactions at Arm's length basis.**

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Mayur Shah Brother of Hiren Pravin Shah (Director & CEO)
b)	Nature of contracts/arrangements/transaction	Office or Place of Profit Appointed as Manager – Administration and Liaising
c)	Duration of the contracts/arrangements/transaction	NA
d)	Salient terms of the contracts or arrangements or transaction including the value, if any (Salary)	₹ 9,04,591.00
e)	Date of approval by the Board	03.08.2023
f)	Amount paid as advances, if any	NA

Independent Auditors' Report

TO THE MEMBERS OF REPLUS ENGITECH PRIVATE LIMITED

Report on the Audit of the Financial Statements Opinion

We have audited the accompanying financial statements of **REPLUS ENGITECH PRIVATE LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA's") specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's report including Annexures to Board's report, but does not include financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we

are required to report that fact. We have nothing to report in this regard.

Management's Responsibilities for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of other accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of the users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section

143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in the aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

- a) We have sought and obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit & Loss including Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the director is disqualified as on March 31, 2023 from being

appointed as a director in terms of Section 164(2) of the Act.

- f) As per notification G.S.R (E) dated June 13, 2017, the provision under clause (i) of section 143(3) is not applicable to the company with respect to the reporting on adequacy of internal financial controls and operating effectiveness.
- g) With respect to the other matters to be included in the Auditor's report in accordance with the requirements of section 197(16) of the Act, as amended:
Being a private limited company, section 197, "Overall maximum managerial remuneration and managerial remuneration in case of absence or inadequacy of profits", of the Act is not applicable
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements (refer note 44 (A) to the financial statement)
- ii. The company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- iii. The company was not required to transfer any amount in Investor Education and Protection Fund during the reporting financial year.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have

been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year ended March 31, 2023.
 - vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For S S KOTHARI MEHTA & COMPANY

Chartered Accountants
(Firm's Registration No. 000756N)

Jalaj Soni

Partner
Membership Number: 528799
UDIN: 23528799BGWHWD2726

Place: New Delhi
Date: 12th May 2023

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Replus Engitech Private Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) In respect of the Company's Property, Plant and Equipment & Intangible assets:
 - a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
 - (B) The Company has maintained proper records showing full particulars of intangible assets.
- b. The Company has physically verified property, plant and equipment during the year. In our opinion, frequency of physical verification is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c. Based on our examination of the registered sale deed provided to us, we report that, the title in respect of

land (other than the properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

- d. The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
 - e. Based on the information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding and benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) Based on the information and explanation provided to us:
 - a. The Company has physically verified inventory during the year. In our opinion, frequency of physical verification is reasonable having regard to the size of the Company and the nature of its business. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - b. The Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at during the year from banks on the basis of security of current assets. However, as informed to us, no quarterly return or statement has been filed by the company as the same was not required. Hence, reporting under clause 3(ii)(b) of the order is not applicable.
 - (iii) Based on the information and explanation provided to us, the Company has not made any investment, granted loan or advances in the nature of loan or provided guarantee or security to companies, firms, Limited Liability Partnerships or any other parties, during the year. Hence reporting under clause 3(iii) of the order is not applicable.
 - (iv) Based on the information and explanation provided to us, the Company has not granted loan, made investments, given guarantee and security. Hence reporting under clause 3(iv) of the order is not applicable.
 - (v) Based on the information and explanation provided to us, the Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
 - (vi) The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of The Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3 (vi) of the Order is not applicable to the Company.
 - (vii) In respect of statutory dues:
 - a. In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Income Tax, duty of Custom, Cess and other material statutory dues applicable to it with the appropriate authorities.
There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Income Tax, duty of Custom, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
 - b. There is no statutory dues referred to in sub clause

- (a) above which have not been deposited as on March 31, 2023 on account of disputes.
- (viii) Based on the information and explanation provided to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)
- (ix) According to the information and explanation provided to us:
- The Company has not defaulted in repayment of loans or other borrowings or in the payment of Interest thereon to any lender and hence, reporting under clause 3(ix)(a) of the Order is not applicable.
 - The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - In our opinion and according to the information and explanation given to us, money raised by the way of the term loan have been applied by the company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds.
 - On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long term purposes by the Company.
- (e)&(f) According to the information and explanations given to us, the Company does not have any subsidiary, joint venture or associates companies. Hence, the requirement to report on clause (ix)(e) & (ix)(f) of the Order is not applicable to the Company.
- (x) Based on the information and explanation provided to us:
- The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3 (x)(a) of the Order is not applicable.
 - The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi) Based on the information and explanation provided to us:
- No fraud by the Company and no material fraud on the company has been noticed or reported during the year.
 - No report under sub – section (12) of section 143 of The Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
 - We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of The Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) Based on the information and explanation provided to us:
- In our opinion, the Company has adequate internal audit system commensurate with the size and the nature of its business.
 - We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) a. In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- b. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has incurred cash losses of INR 452.06 Lakhs during the financial year covered by our audit and cash losses of INR 116.54 Lakhs in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) a. Section 135 of the Act is not applicable on the Company. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- b. Section 135 of the Act is not applicable on the Company. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

For S S KOTHARI MEHTA & COMPANY

Chartered Accountants

(Firm's Registration No. 000756N)

Jalaj Soni

Partner

Membership Number: 528799

UDIN: 23528799BGWHWD2726

Place: New Delhi

Date: 12th May 2023

Balance Sheet

as at March 31, 2023

Particulars	Note No.	(₹ in Lacs)	
		As at March 31, 2023	As at March 31, 2022
A. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	381.45	342.53
(b) Right-of-use assets	3	55.82	54.91
(c) Capital work-in-progress	4	490.17	48.52
(d) Other intangible assets	3	14.77	-
(e) Intangible assets under development	5	47.86	-
(f) Financial assets			
(i) Loans	6	-	2.80
(ii) Other financial assets	7	62.23	4.00
(g) Deferred tax assets (net)	8	183.99	61.22
(h) Other non-current assets	9	230.91	6.16
		1,467.19	520.14
Current assets			
(a) Inventories	10	28.37	-
(b) Financial assets			
(i) Loans	6	-	0.71
(ii) Trade receivables	11	60.04	403.30
(iii) Cash and cash equivalents	12	752.01	26.04
(iv) Bank balances other than (iii) above	13	52.74	1,103.00
(v) Other financial assets	7	2.49	38.81
(c) Current tax assets (net)	14	20.36	6.95
(d) Other current assets	15	116.00	11.18
		1,032.01	1,589.99
Total Assets		2,499.20	2,110.13
B. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	16	192.31	192.31
(b) Other equity	17	1,332.25	1,682.00
		1,524.56	1,874.31
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	701.77	-
(ii) Lease liabilities	19	41.51	45.99
(b) Provisions	20	19.48	2.32
		762.76	48.31
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	-	-
(ii) Lease liabilities	19	17.60	9.48
(iii) Trade payables			
Total outstanding dues of micro enterprises and small enterprises	21	0.37	7.19
Total outstanding dues of creditors other than micro enterprises and small enterprises		41.88	111.17
(iv) Other financial liabilities	22	52.59	31.57

(₹ in Lacs)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
(b) Provisions	20	0.41	0.01
(c) Other current liabilities	23	99.03	28.09
		211.88	187.51
Total Equity and Liabilities		2,499.20	2,110.13
Significant accounting policies	1-2		

Accompanying notes forming integral part of financial statement 3-56

As per our report of even date attached

For **S S Kothari Mehta & Company**
Chartered Accountants
Firm's Registration No. : 000756N

Jalaj Soni
Partner
Membership No.: 528799
UDIN : 23528799BGWHWD2726

For and on behalf of the Board of Directors of
Replus Engitech Private Limited
CIN:U31900PN2018PTC180903

Hiren Shah
Director
DIN : 08309658

Ankur Khaitan
Director
DIN : 09201058

Avinash Daga
Company Secretary
Membership No.: A33454

Place : New Delhi
Date : 12th May 2023

Place : Pune
Date : 12th May 2023

Statement of Profit & Loss

for the Year Ended March 31, 2023

(₹ in Lacs)			
Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
Income			
I. Revenue from operations	24	1,163.34	418.45
II. Other income	25	44.49	56.35
III. Total Income (I+II)		1,207.83	474.80
IV. Expenses			
(a) Cost of material consumed	26	1,079.09	232.28
(b) Employee benefits expense	27	384.39	218.90
(c) Finance costs	28	32.29	3.15
(d) Depreciation and amortisation expense	29	22.00	12.08
(e) Other expenses	30	164.11	195.85
Total Expenses (IV)		1,681.88	662.26
V. Profit/(Loss) before tax (III-IV)		(474.05)	(187.46)
VI. Tax expense:			
(a) Current tax	31	-	-
(b) Deferred tax		(123.17)	(46.76)
Total tax expenses (VI)		(123.17)	(46.76)
VII. Profit/(Loss) for the year (V-VI)		(350.88)	(140.70)
VIII. Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement gains/(losses) on defined benefit plans	32	1.53	-
Tax impact on above		(0.40)	-
Total other comprehensive income/(loss)		1.13	-
IX. Total Comprehensive income for the year, net of taxes		(349.75)	(140.70)
X. Earnings per equity share:			
Equity shares of par value ₹ 10/- each			
(1) Basic		(18.25)	(8.82)
(2) Diluted		(18.25)	(8.82)
Significant accounting policies	1-2		

Accompanying notes forming integral part of financial statement 3-56

As per our report of even date attached

For **S S Kothari Mehta & Company**
Chartered Accountants
Firm's Registration No. : 000756N

Jalaj Soni
Partner
Membership No.: 528799
UDIN : 23528799BGWHWD2726

Place : New Delhi
Date : 12th May 2023

For and on behalf of the Board of Directors of
Replus Engitech Private Limited
CIN:U31900PN2018PTC180903

Hiren Shah
Director
DIN : 08309658

Avinash Daga
Company Secretary
Membership No.: A33454

Place : Pune
Date : 12th May 2023

Ankur Khaitan
Director
DIN : 09201058

Statement of Changes in Equity

for the Year Ended March 31, 2023

A. Equity Share Capital

Particulars	(₹ in Lacs)	
	No. of Shares (in Lacs)	Amount
Balance as at April 1, 2021	5.00	50.00
Changes in equity share capital during the year	14.23	142.31
Equity shares issued during the year	-	-
Balance as at March 31, 2022	19.23	192.31
Balance as at April 1, 2022	19.23	192.31
Changes in equity share capital during the year	-	-
Equity shares issued during the period	-	-
Balance as at March 31, 2023	19.23	192.31

B. Other Equity

Particulars	Reserves and Surplus		Total
	Securities Premium	Retained earnings	
Balance as at April 1, 2021	-	(34.98)	(34.98)
Profit/(loss) for the year	-	(140.70)	(140.70)
Equity shares issued during the year	1,857.68	-	1,857.68
Balance as at March 31, 2022	1,857.68	(175.68)	1,682.00
Balance as at April 1, 2022	1,857.68	(175.68)	1,682.00
Profit/(loss) for the year	-	(350.88)	(350.88)
Other comprehensive income for the period, net of taxes	-	1.13	1.13
Balance as at March 31, 2023	1,857.68	(525.43)	1,332.25

Significant accounting policies 1-2

Accompanying notes forming integral part of financial statement 3-56

As per our report of even date attached

For **S S Kothari Mehta & Company**
Chartered Accountants
Firm's Registration No. : 000756N

Jalaj Soni
Partner
Membership No.: 528799
UDIN : 23528799BGWHWD2726

For and on behalf of the Board of Directors of
Replus Engitech Private Limited
CIN:U31900PN2018PTC180903

Hiren Shah
Director
DIN : 08309658

Ankur Khaitan
Director
DIN : 09201058

Avinash Daga
Company Secretary
Membership No.: A33454

Place : New Delhi
Date : 12th May 2023

Place : Pune
Date : 12th May 2023

Cash Flow Statement

for the Year Ended March 31, 2023

Particulars	(₹ in Lacs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit/(loss) before tax	(474.05)	(187.46)
	(474.05)	(187.46)
<i>Adjustments for:</i>		
Depreciation	22.00	12.08
Finance costs	32.29	3.15
Interest income	(30.84)	(55.03)
Interest income on financial assets at fair value	(0.57)	(0.32)
Unrealised foreign exchange difference	(0.08)	(0.89)
Gain on derecognition of lease liabilities	-	(0.89)
Loss on derecognition of financial asset - loans	0.20	-
Property, plant and equipment written off	-	3.65
Capital work-in-progress written off	-	48.50
Operating Profit/(Loss) before working capital changes	(451.05)	(177.21)
Movement in working capital		
Adjustments for increase/(decrease) in operating liabilities:		
Trade payables	(76.02)	105.34
Other current financial liabilities	21.01	30.87
Other current liabilities	70.94	7.87
Provisions	19.10	2.34
Adjustments for increase/(decrease) in operating assets:		
Inventories	(28.37)	-
Trade receivables	343.25	(400.16)
Other non-current and current financial assets	(15.60)	(37.10)
Other non-current and current assets	(330.42)	(7.45)
Current tax assets (net)	(13.41)	(5.35)
Cash used from operations	(460.57)	(480.85)
Income taxes paid (net of refunds)	-	-
Net cash flow generated from operating activities (A)	(460.57)	(480.85)
B. Cash flows from investing activities		
Purchase of property plant and equipment, other intangible assets and capital work-in-progress	(548.63)	(392.09)
Payment for acquisition of right-of-use asset	(2.49)	(7.13)
Fixed deposit with banks having maturity over three months	(52.74)	(1,103.00)
Proceeds from maturity of fixed deposits	1,103.00	-
Interest income	30.85	54.56
Net cash flow from investing activities (B)	529.99	(1,447.66)
C. Cash flows from financing activities		
Proceeds from issuance of equity share capital	-	1,999.99
Proceeds from long-term borrowings	701.77	-
Repayment of short-term borrowings	-	(62.67)
Principal payment of lease liabilities	(12.93)	(3.75)
Interest payment of lease liabilities	(5.47)	(3.15)
Interest and other processing documentation charges paid	(26.82)	-
Net cash flow from financing activities (C)	656.55	1,930.42
Net increase/(decrease) in cash and cash equivalents [A+B+C]	725.97	3.26
Cash and cash equivalents at the beginning of the year	26.04	22.78
Cash and cash equivalents at the end of the year	752.01	26.04
Components of cash and cash equivalents (refer note 12)		
Balances with banks:		
on current accounts	752.01	26.04
Total cash and cash equivalents	752.01	26.04

Notes:

- (a) The above Cash Flow Statement has been prepared under the “Indirect Method” as set out in the Ind AS 7 - Statement of Cash Flows.
- (b) Changes in liability arising from financing activities:

	As at March 31, 2022	Cash Flows	Non Cash Change	As at March 31, 2023
Non-Current borrowing (including current maturity of non current borrowings)	-	714.83	-	714.83
Current borrowings	-	-	-	-
Proceeds from Equity share capital	1,999.99	-	-	1,999.99
	1,999.99	714.83	-	2,714.82

	As at March 31, 2021	Cash Flows	Non Cash Change	As at March 31, 2022
Non-Current borrowing (including current maturity of non current borrowings)	-	-	-	-
Current borrowings	52.67	(52.67)	-	-
Proceeds from Equity share capital	-	1,999.99	-	1,999.99
	52.67	1,947.32	-	1,999.99

Significant accounting policies 1-2

Accompanying notes and disclosures to the financial statements 3-56

As per our report of even date attached

For S S Kothari Mehta & Company
Chartered Accountants
Firm's Registration No. : 000756N

Jalaj Soni
Partner
Membership No.: 528799
UDIN : 23528799BGWHWD2726

For and on behalf of the Board of Directors of
Replus Engitech Private Limited
CIN:U31900PN2018PTC180903

Hiren Shah
Director
DIN : 08309658

Ankur Khaitan
Director
DIN : 09201058

Avinash Daga
Company Secretary
Membership No.: A33454

Place : New Delhi
Date : 12th May 2023

Place : Pune
Date : 12th May 2023

Notes to the Financial Statements

for the Year Ended March 31, 2023

1. COMPANY OVERVIEW

Replus Engitech Private Limited ('the Company') is a private limited company incorporated on December 20, 2018 under the provisions of the Companies Act, 2013. The Company is engaged in the business of providing Battery-based energy storage solutions for e-mobility and stationary applications.

On June 24, 2021, Bhilwara Infotechnology Limited and Bharat Investments Growth Limited together acquired 74 percent of Equity shares of the Company.

On March 03, 2023, Bhilwara Energy Limited acquired the 74 percent of Company's holding from Bhilwara Infotechnology Limited and Bharat Investments Growth Limited. The Company has now become subsidiary of Bhilwara Energy Limited by virtue of this transfer. Bhilwara Infotechnology Limited, Bharat Investments Growth Limited and Bhilwara Energy Limited are Group companies of LNJ Bhilwara Group.

2. SIGNIFICANT ACCOUNTING POLICIES

A. Statement of compliance

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act 2013 ('Act'), read together with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Rules'), and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (Ind AS compliant Schedule III), to the extent applicable. The financial statements have been prepared on accrual basis and under historical cost convention, except for financial assets and financial liabilities that have been measured at fair value.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

All the amounts included in the financial statements are reported in lacs of Indian rupees (₹), which is also the functional currency of the Company.

Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using other valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair value for measurement and/or disclosure purposes are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level 1 - This includes financial instruments measured using quoted prices (Unadjusted) in active markets for identical assets and liabilities.

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

B. Use of accounting estimates, assumptions and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, assumptions and judgements that affect the application of the accounting policies and the reported amounts of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Actual results may differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

During the year ended March 31, 2023, the Company has change the method of depreciation from Written down value Method ('WDV') to Straight line Method ('SLM'). However, estimation for remaining useful life of assets has not changed and company will depreciate the assets over remaining useful life of assets using SLM. As per Ind AS 8, such change is a change in accounting estimates and shall be recognised prospectively by including it in Statement of profit or loss in the period in which such change took place.

The Company estimates and provides for liability for product warranties in the year in which the products are sold. These estimates are based on customer contracts and the estimates are reviewed annually for any material changes in assumptions. The timing of outflows will vary based on the actual warranty claims. The Company provides extended warranties or maintenance contracts to its customers.

C. Property, plant and equipment

(i) Recognition and measurement:

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price net of any trade discounts and rebates, any import duties and other taxes (input tax credits), any directly attributable expenditure in making the asset ready for its intended use. Borrowing costs relating to acquisition of property, plant and equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Subsequent expenditure relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

(ii) Depreciation

Depreciation on Property, plant and equipment has been provided on straight line method (SLM) based on useful lives of assets as estimated by Management, which are in line with Schedule II to the Companies Act, 2013.

Depreciation for assets purchased / sold / disposed-off during a period is proportionately charged. Property, plant and equipment's residual values and useful lives are reviewed at each Balance Sheet date and changes, if any, are treated as changes in accounting estimate and accounted for on a prospective basis. Asset individually costing five thousand rupees and less are fully depreciated in the year of purchase.

During the year ended March 31, 2023, the Company has change the method of depreciation from Written down value Method ('WDV') to Straight line Method ('SLM'). However, estimation for remaining useful life of assets has not changed and company will depreciate the assets over remaining useful life of assets using SLM.

The below table includes the useful lives considered of assets.

Category	Method of depreciation	Useful life
Computers	Straight line method	3 years
Office equipment	Straight line method	5 years
Furniture and fixtures	Straight line method	10 years
Plant and equipment	Straight line method	15 years
Laboratory equipments	Straight line method	10 years

An item of Property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in the statement of profit and loss. Property, plant and equipment which are found to be not usable or retired from active use or when no further benefits are expected from their use are removed from the books of account and the carrying value if any is charged to statement of profit and loss.

Amounts paid towards the acquisition of property, plant and equipments outstanding as of each reporting date are disclosed under capital advances.

D. Capital work-in-progress

Capital work-in-progress includes cost of property, plant and equipment under installation/under development as at the balance sheet date. Factory work in the course of construction are capitalised in the assets under Capital work-in-progress account. At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment and depreciation commences. Costs associated with the commissioning of an asset and any obligatory decommissioning costs are capitalised where the asset is available for use but incapable of operating at normal levels until a year of commissioning has been completed. Expenditure during construction period incurred on the projects under implementation are treated as Pre-operative expenses pending allocation to the assets, and are included under Capital work-in-progress.

E. Other Intangible assets

Intangible assets that the Company controls and from which it expects future economic benefits are capitalised upon acquisition and measured initially for separately acquired assets, at cost comprising of the purchase price (including import duties and non-refundable taxes) and directly attributable costs to prepare the assets for its intended use. After initial recognition, an intangible asset is carried at its cost less any accumulated amortization and any accumulated impairment loss.

Intangible assets that have a finite lives are amortised over their estimated useful lives as per the straight line method unless it is practical to reliably determine the pattern of benefits arising from the asset. Intangible assets comprising software are amortised over a period not exceeding five years.

F. Impairment of non-financial assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

Reversal of impairment losses recognised in prior years is recorded when there is an indication that the impairment losses recognised for the asset no longer exists or have decreased. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

G. Financials Instruments

I. Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are initially recognised at fair value plus transaction costs directly attributable to its acquisition. The transaction costs incurred for the purchase of financial assets held at fair value through profit and loss are expensed in the statement of profit and loss immediately.

II. Subsequent measurement

1) Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. When the financial asset is derecognised or impaired, the gain or loss is recognised in the statement of profit and loss.

2) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to the statement of profit and loss.

Equity instruments are subsequently measured at fair value. On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis. Fair value gains and losses recognised in OCI are not reclassified to the statement of profit and loss.

3) Financial assets at fair value through profit and loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit and loss.

4) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts is approximate to the fair value due to the short maturity of these instruments.

III. Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI debt instruments. Except trade receivables, expected credit losses are measured at an amount equal to the twelve month expected credit loss unless there has been a significant increase in credit risk from initial recognition, in which case those are measured at lifetime ECL.

In case of trade receivables, the Company follows the simplified approach which requires expected lifetime losses to be recognised from the initial recognition of the trade receivables. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

IV. Derecognition

1) Financial Assets

Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

2) Financial Liabilities

The company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expired.

V. Reclassification of Financial Assets and Financial liabilities

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. If the company reclassifies financial assets, it applies prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest

VI. Derivative financial instruments

The company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risk. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are recognised immediately in the statement of profit and loss.

VII. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the company has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

H. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current and non-current classification.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realised within 12 months after the reporting date; or
- (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in the Company normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within 12 months after the reporting date; or
- (d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company's operating cycle is less than twelve months.

I. Revenue recognition

The Company derives revenue primarily from Battery energy storage solutions and e-mobility battery pack solutions. Revenue is measured based on the consideration specified in a contract with customers.

Sale of goods:

Revenue from on sale of products are recognised, net of discounts, sales incentives, rebates granted, returns, GST and duties when the products are delivered to customer or when delivered to a carrier for export sale, which is when title and risk and rewards of ownership pass to the customer. Export incentives are recognised as income as per the terms of the scheme in respect of the exports made and included as part of export turnover.

Sale of services:

Revenue from installation, commissioning and testing services is recognised based on the contracts with customers and when the services are rendered by measuring progress towards satisfaction of performance obligation for such services.

Use of significant judgements in revenue recognition:

The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. At contract inception, the Company assesses its promise to transfer products or services to a

customer to identify separate performance obligations. The Company applies judgement to determine whether each product or service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised products or services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligations based on their relative stand-alone selling price. Stand-alone selling prices are determined based on sale prices for the components as per contract with customers, in cases where the Company is unable to determine the stand-alone selling price the Company uses third-party prices for similar deliverables or the Company uses expected cost-plus margin approach in estimating the stand-alone selling price. The Company recognizes revenue when it transfers control over a product or a service to a customer.

Other Income:

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Other Operating revenues:

Other operating income includes revenue from all other operating activities which are not related to the principal activities of the company. These includes bidding support provided to customers. The Company also provides extended warranties or maintenance contracts to its customers.

Sales related warranties associated with batteries cannot be purchased separately and they serve as an assurance that the products sold comply with agreed upon specifications. Accordingly, the Company accounts for warranties in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

J. Employee benefits

(i) Short term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

(ii) Post-employment benefits

Defined benefit plan

The Company's gratuity benefit scheme is defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. The calculation of the Company's obligation under the plan is performed annually by a qualified actuary using the projected unit credit method.

The Company recognizes all actuarial gains and losses arising from defined benefit plan immediately in the Statement of Profit and Loss. All expenses related to defined benefit plan are recognised in employee benefits expense in the Statement of Profit and Loss. When the benefits of a plan are improved, the portion of the increased benefit related to past service by employees is recognised in the Statement of Profit and Loss on a straight-line basis over the average period until the benefits become vested. The Company recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs.

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme which are defined contribution plans. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

(iii) Long-term employee benefits

Long-term employee benefits comprise compensated absences. The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilised wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

K. Foreign currency transactions and translations

The functional currency of the Company is Indian Rupees (INR) which represents the currency of the primary economic environment in which it operates.

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rate of exchange prevailing at the dates of the transactions. The date of transaction for the purpose of determining the exchange rate on initial recognition of the related asset, expense or income (part of it) is the date on which the entity initially recognises the non-monetary asset or non monetary liability arising from payment or receipt of advance consideration.

Monetary assets and liabilities relating to foreign currency transactions remaining unsettled at the end of each reporting period are translated at the exchange rates prevailing at that date. Non-monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction.

L. Leases

Company as a lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for a consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has obtained substantially all the economic benefits from use of the asset throughout the period of use (iii) the Company has the right to direct the use of the asset.

Recognition and initial measurement

The Company recognises a Right-of-use asset ("ROU") and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, less any lease incentives received, plus any initial direct costs incurred and an estimate of the costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located.

Subsequent measurement

The right-of-use asset is subsequently measured at cost less accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the consolidated statement of profit and loss.

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments are fixed payments. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in statement of profit and loss.

Lease liability distinguished as Non-current and current and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

M. Inventories

Inventories are valued at the lower of cost and net realisable value. Net realisable value represents the estimated selling price for inventories in the ordinary course of business less all estimated costs of completion and estimated costs necessary to make the sale. Cost of inventories includes cost of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Cost of Raw Materials, Packing Materials, Stores and Spares, Stock in Trade and other products are determined on First in first out (FIFO) basis and are net of GST.

Cost of Work in progress and Finished Goods is determined on First in first out (FIFO) basis considering direct material cost and appropriate portion of manufacturing overheads based on normal operating capacity.

N. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

O. Statement of Cash Flows

Cash flow statements are prepared in accordance with "Indirect Method" as explained in the Ind AS on Statement of Cash Flows (Ind AS - 7). The cash flows from operating, financing and investing activity of the company are segregated.

P. Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current tax

Current tax is measured at the amount expected to be paid to or recovered from the taxation authorities based on the taxable profit for the year. Taxable profit differs from "Profit before tax" as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961. The tax rates and tax laws used to compute the current tax amount are those that are enacted by the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

Deferred income tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of such deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting date. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset the corresponding current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Minimum Alternative Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Q. Provisions, contingent liabilities and contingent assets

A provision is recognised in the Balance Sheet, when the Company has a present obligation as a result of a past event and it is probable that an outflow of economic resources will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the obligation at the Balance Sheet date. The provisions are measured on an undiscounted basis. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Warranty provisions

The Company provides warranty provisions on its products / services, as applicable. The warranty provision are based on estimates are based on customer contracts and the estimates are reviewed annually for any material changes in assumptions. The timing of outflows will vary based on the actual warranty claims. The Company provides extended warranties or maintenance contracts to its customers.

Contingencies

Provision in respect of loss contingencies relating to claims, litigations assessment, fines, penalties, etc. are recognised when it is probable that a liability has been incurred, and the amount can be estimated reliably.

Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

R. Earnings per share (EPS)

Basic EPS is computed using the weighted average number of equity shares outstanding during the year. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year except where the results would be anti-dilutive.

S. Borrowing Costs

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Interest earned on idle funds are deducted while capitalisation of such borrowings costs.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period. All other borrowing costs are expensed in the period in which they occur.

T. Research and development expenses

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalised. The amount capitalised comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Property, plant and equipment utilised for research and development are capitalised and depreciated in accordance with the policies stated for property, plant and equipment.

3. PROPERTY, PLANT AND EQUIPMENT, OTHER INTANGIBLE ASSETS AND RIGHT-OF-USE ASSETS

Particulars	Property, plant and equipment						Other Intangible assets		Right-of-use assets	
	Freehold land	Plant and equipments	Furniture and fixtures	Computers	Office equipments	Laboratory equipments	Total	Softwares	Total	Leasehold properties
A. Gross Carrying Value										
As at April 1, 2021	-	8.70	2.59	0.98	0.62	-	12.89	-	-	8.60
Additions for the year	330.25	3.83	1.14	5.88	2.27	-	343.37	-	-	62.16
Disposals for the year	-	4.62	2.82	-	0.37	-	7.81	-	-	8.60
As at March 31, 2022	330.25	7.91	0.91	6.86	2.52	-	348.45	-	-	62.16
As at April 1, 2022	330.25	7.91	0.91	6.86	2.52	-	348.45	-	-	62.16
Additions for the year	4.98	-	4.67	17.79	1.22	14.72	43.38	15.75	15.75	17.47
Disposals for the year	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	335.23	7.91	5.58	24.65	3.74	14.72	391.83	15.75	15.75	79.63
B. Accumulated Depreciation/Amortisation										
As at April 1, 2021	-	1.56	0.79	0.65	0.33	-	3.33	-	-	3.30
Depreciation for the year	-	1.29	0.60	1.79	0.69	-	4.37	-	-	7.70
Accumulated depreciation on disposals	-	0.38	1.28	-	0.12	-	1.78	-	-	3.75
As at March 31, 2022	-	2.47	0.11	2.44	0.90	-	5.92	-	-	7.25
As at April 1, 2022	-	2.47	0.11	2.44	0.90	-	5.92	-	-	7.25
Depreciation / amortization for the year	-	0.38	0.28	2.85	0.41	0.54	4.46	0.98	0.98	16.56
Accumulated depreciation / amortisation on disposals	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	-	2.85	0.39	5.29	1.31	0.54	10.38	0.98	0.98	23.81
C. Net Carrying Value										
As at March 31, 2022	330.25	5.44	0.80	4.42	1.62	-	342.53	-	-	54.91
As at March 31, 2023	335.23	5.06	5.19	19.36	2.43	14.18	381.45	14.77	14.77	55.82

Change in method of Depreciation

During the year ended March 31, 2023, the Company has change the method of depreciation from Written down value Method ('WDV') to Straight line Method ('SLM'). The change in depreciation method was done to achieve uniformity and consistency of depreciation charge on the results of the Company. As per Ind AS 8 - Change in depreciation method shall be accounted for as a change in accounting estimate and will have a prospective effect. The effect in future periods have not been disclosed as it was impracticable to estimate.

Notes:

- All the assets are owned by Company except as mentioned otherwise.
- Title deeds of Immovable property are held in name of the Company, all agreements are executed by directors on behalf of the Company.
- Software is capitalized at the amounts paid to acquire the respective license for use and is amortised over the expected useful life of the license, generally not exceeding five years

4. CAPITAL WORK-IN-PROGRESS

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning	48.52	45.93
Add : Additions during the year	433.49	52.37
Add : Borrowings cost capitalisation during the year *	8.16	-
Less : Transfer to property, plant and equipment	-	(1.28)
Less : Write-off during the year	-	(48.50)
Balance at the end	490.17	48.52

* Borrowing cost capitalisation in accordance with Ind AS 23 is as follows:

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Borrowings cost measured at effective rate of interest	8.67	-
Less : Interest income earned on idle funds	(0.51)	-
	8.16	-

Capital work-in-progress ageing schedule

	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
As at March 31, 2023					
Project-in-progress	441.65	48.52	-	-	490.17
	441.65	48.52	-	-	490.17
As at March 31, 2022					
Project-in-progress	48.52	-	-	-	48.52
	48.52	-	-	-	48.52

Capital-work-in progress completion schedule (projects which is overdue or has exceeded its cost compared to its original plan) -

	To be completed in			
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years
As at March 31, 2023				
Project-in-progress				
- Setup of Factory at Bawada	490.17	-	-	-
	490.17	-	-	-

5. INTANGIBLE ASSETS UNDER DEVELOPMENT

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Project-in-progress	47.86	-
	47.86	-

Intangible assets under development ageing schedule

	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
As at March 31, 2023					
Project-in-progress	47.86	-	-	-	47.86
	47.86	-	-	-	47.86
As at March 31, 2022					
Project-in-progress	-	-	-	-	-
	-	-	-	-	-

Intangible assets under development completion schedule (projects which is overdue or has exceeded its cost compared to its original plan) -

	To be completed in			
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years
As at March 31, 2023				
Project-in-progress				
- Dynamics 365 Business Central (ERP system)	3.78	-	-	-
	3.78	-	-	-

6. LOANS (₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
(Unsecured, considered good)		
Loan to related parties	-	2.80
	-	2.80
Current		
(Unsecured, considered good)		
Loan to related parties	-	0.71
	-	0.71
	-	3.51

Note: Loan to related party as at March 31, 2022 is at fair value, the transaction value of which was ₹ 5.00 lacs. The loan has been repaid as at March 31, 2023.

7. OTHER FINANCIAL ASSETS (₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
(Unsecured, considered good)		
Security deposit	62.23	4.00
	62.23	4.00
Current		
(Unsecured, considered good)		
Security deposit	0.05	0.01
Advances to employees	0.17	0.20
Interest accrued on bank deposits	2.27	38.60
	2.49	38.81
	64.72	42.81

8. DEFERRED TAX ASSETS (NET) (₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Deferred tax assets in relation to:		
Property, plant and equipment and intangible assets	-	1.24
Carry forward of business losses and unabsorbed depreciation	178.68	59.22
Lease liabilities	15.37	14.42
Provision for expense allowed for tax purpose on payment basis	5.17	0.61
Total deferred tax assets	199.22	75.49
Deferred tax liabilities in relation to:		
Property, plant and equipment	0.72	-
Right-of-use assets	14.51	14.28
Total deferred tax liabilities	15.23	14.28
Deferred tax assets (net)	183.99	61.21

Note: As per company future plans, management is assured that company will earn sufficient profits and they will be able to set off the carry forward losses in future.

9. OTHER NON-CURRENT ASSETS

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good)		
Capital advance to suppliers	230.91	6.16
	230.91	6.16

10. INVENTORIES

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
(at lower of cost and net realisable value)		
Raw materials and bought-out components	28.37	-
	28.37	-

11. TRADE RECEIVABLES

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Current		
Undisputed trade receivables - considered good	60.04	403.30
Undisputed trade receivables - which have significant increase in credit risk	-	-
Undisputed trade receivables - credit impaired	-	-
Disputed trade receivables - considered good	-	-
Disputed trade receivables - which have significant increase in credit risk	-	-
Disputed trade receivables - credit impaired	-	-
	60.04	403.30

Ageing schedule of Trade receivables

As at March 31, 2023	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables							
- considered good	20.28	0.40	39.36	-	-	-	60.04
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Disputed trade receivables							
- considered good	-	-	-	-	-	-	-
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
	20.28	0.40	39.36	-	-	-	60.04

As at March 31, 2022	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables							
- considered good	388.82	5.31	7.37	-	1.80	-	403.30
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
	388.82	5.31	7.37	-	1.80	-	403.30

12. CASH AND CASH EQUIVALENTS

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Cash on hand		
Balances with banks:	-	-
on current accounts	178.27	26.04
on cash credit account **	23.74	-
on deposit accounts with original maturity of less than three months	550.00	-
	752.01	26.04

** Cash credit account showing debit balance classified as 'Cash and cash equivalent'. This Cash credit facility is a part of various credit facilities availed by the company. Refer note 18 for details regarding security, interest and repayments.

13. OTHER BANK BALANCES

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Bank deposits with original maturity more than three months but less than twelve months from reporting date #	52.74	1,103.00
	52.74	1,103.00

Includes Bank deposit of ₹ 32.74 lacs which is mark lien against bank guarantee provided to a customer.

14. CURRENT TAX ASSETS (NET)

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Tax deducted at source (net of provision for tax for earlier year)	20.36	6.95
	20.36	6.95

15. OTHER CURRENT ASSETS

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good)		
Trade advance to suppliers	21.69	7.38
Advance to employees against expense	0.10	-
Prepaid expenses	29.15	3.80
Earnest money deposit	8.00	-
Balances with government authorities (GST input tax credit)	57.06	-
	116.00	11.18

16. EQUITY SHARE CAPITAL

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares (in lacs)	Amount (₹ in lacs)	No. of Shares (in lacs)	Amount (₹ in lacs)
(a) Authorised				
Equity shares of ₹ 10/- each*	27.50	275.00	27.50	275.00
(b) Issued, subscribed and fully paid-up				
Equity shares of ₹ 10/- each**	19.23	192.31	19.23	192.31

Notes:

(i) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares (in lacs)	Amount (₹ in lacs)	No. of Shares (in lacs)	Amount (₹ in lacs)
At the beginning of the year / period	19.23	192.31	5.00	50.00
Add: Issued during the year / period **	-	-	14.23	142.31
At the end of the year / period	19.23	192.31	19.23	192.31

* During the year ended March 31, 2022 the authorised share capital of the Company was increased from ₹ 100.00 lacs to ₹ 275.00 lacs.

** During the year ended March 31, 2022 the Company issued & allotted equity shares on preferential allotment cum private placement basis to Bharat Investments Growth Limited & Bhilwara Infotechnology Limited ('Investors'). The Investors together subscribed 14,23,077 number of fully paid-up equity shares at value of ₹ 140.54 per share, thereby acquiring 74 percent of equity shares of the Company. The Investors are Group companies of LNJ Bhilwara Group.

(ii) Rights, preference and restrictions attached to equity shares

The company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. The equity shareholders have all other rights as available to the equity shareholders as per the provisions of Companies Act, 2013 read together with the Memorandum of Association and Articles of Association of the Company as applicable.

(iii) Details of shares held by Holding company #

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held (in lacs)	% of total shares	No. of Shares held (in lacs)	% of total shares
<i>Equity shares of ₹ 10 each fully paid</i>				
Bharat Investments Growth Limited	-	-	7.12	37.00%
Bhilwara Infotechnology Limited	-	-	7.12	37.00%
Bhilwara Energy Limited	14.24	74.00%	-	-
	14.24	74.00%	14.24	74.00%

During the year ended March 31, 2023, Bharat Investments Growth Limited & Bhilwara Infotechnology Limited ('Investors') transferred their total holding of 14,23,077 number of fully paid-up equity shares to Bhilwara Energy Limited. The Company became subsidiary of Bhilwara Energy Limited by virtue of this transfer. Bharat Energy Limited, Bharat Investments Growth Limited and Bhilwara Infotechnology Limited are the Group companies of the LNJ Bhilwara Group.

(iv) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held (in lacs)	% of total shares	No. of Shares held (in lacs)	% of total shares
<i>Equity shares of ₹ 10 each fully paid</i>				
Bharat Investments Growth Limited	-	-	7.12	37.00%
Bhilwara Infotechnology Limited	-	-	7.12	37.00%
Bhilwara Energy Limited	14.24	74.00%	-	0.00%
Kaushik Tanti	1.15	6.00%	1.15	6.00%
Dharmesh Tanti	1.15	6.00%	1.15	6.00%
Ankit Kanchal	1.15	6.00%	1.15	6.00%
Hiren Shah	1.15	6.00%	1.15	6.00%
	18.84	98.00%	18.84	98.00%

(v) Details of shares held by promoters

As at March 31, 2023	Number of shares transfer (in lacs)*	Number of shares issue (in lacs)*	Number of shares held (in lacs)	% of total shares	% change during the year
Bharat Investments Growth Limited	(7.12)	-	-	0.00%	-37.00%
Bhilwara Infotechnology Limited	(7.12)	-	-	0.00%	-37.00%
Bhilwara Energy Limited	14.24	-	14.24	74.00%	0.00%
Kaushik Tanti	-	-	1.15	6.00%	0.00%
Dharmesh Tanti	-	-	1.15	6.00%	0.00%
Ankit Kanchal	-	-	1.15	6.00%	0.00%
Hiren Shah	-	-	1.15	6.00%	0.00%

As at March 31, 2022	Number of shares transfer (in lacs)*	Number of shares issue (in lacs)*	Number of shares held (in lacs)	% of total shares	% change during the year
Bharat Investments Growth Limited	-	7.12	7.12	37.00%	0.00%
Bhilwara Infotechnology Limited	-	7.12	7.12	37.00%	0.00%
Bhilwara Energy Limited	-	-	-	0.00%	0.00%
Kaushik Tanti	1.15	-	1.15	6.00%	0.00%
Dharmesh Tanti	1.15	-	1.15	6.00%	0.00%
Ankit Kanchal	1.15	-	1.15	6.00%	0.00%
Hiren Shah	(0.05)	-	1.15	6.00%	-3.85%

* Percentage change computed with respect to the number at the beginning of the year or if issued/ transfer during the year for the first time then with respect to the date of issue/ date of transfer.

17. OTHER EQUITY

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Securities premium		
Balance at the beginning of the year	1,857.68	-
Add : Issued during the year	-	1,857.68
Balance at the end of the year	1,857.68	1,857.68
Retained earnings		
Balance at the beginning of the year	(175.68)	(34.98)
Deficit in Statement of profit and loss during the year	(350.88)	(140.70)
Total Comprehensive income for the year (net of taxes)	1.13	-
Balance at the end of the year	(525.43)	(175.68)
	1,332.25	1,682.00

Description of nature and purpose of each reserve

Securities premium

Securities premium is used to record the premium on issue of shares, which will be utilised in accordance with provisions of the Companies Act, 2013.

Retained earnings

Retained earnings are created from the profit / loss of the Company and the net changes in other comprehensive income. The profit / losses other than other comprehensive income can be utilised in accordance with the provisions of the Companies Act, 2013.

18. BORROWINGS

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
Secured borrowings		
Term loan from HDFC Bank (refer note (a) below)	701.77	-
	701.77	-
Current		
Secured borrowings		
Current maturities of term loan	-	-
	-	-
	701.77	-

During the year ended March 31, 2023 the company availed various credit facilities from HDFC Bank amounting to ₹ 9800 lacs. The details of credit facilities and other terms and conditions are as under:

Type of Facility	Facility Limit (₹ in lacs)	Purpose and Sub-limits
i. Project Term Loan (drawn to the extent of ₹ 714.83 lacs)	3,300.00	Purpose of term loan - Setting up a manufacturing facility near Pune. Sub-Limits of term loan - Capex Letter of Credit of ₹ 3,300.00 lacs and Foreign Currency Non-Resident Account (FCNR) of ₹ 3,300.00 lacs. Security - Refer to Note (b) below Interest and repayments - Refer to Note (c) below
ii. Bank Guarantee (yet to be availed)	5,000.00	Sub-Limits of bank guarantee - Letter of Credit of ₹ 2,500.00 lacs and Standby Letter of Credit (SBLC) of ₹ 2,500.00 lacs. Security - Refer to Note (b) below Interest and repayments - Refer to Note (c) below
iii. Cash Credit - Secured (yet to be availed)	1,500.00	Sub-Limits of cash credit - Working capital demand loan of ₹ 1500.00 lacs. Security - Refer to Note (b) below Interest and repayments - Refer to Note (c) below Availment - Cash credit shall be availed by the Company after SCOD i.e. 30-Sept-2023.
Total	9,800.00	

Note (a) : Term loan disbursements

The Rupee term loan from HDFC Bank is a long term borrowing having tenure of 8 years, which carries specific condition of proportionate disbursements with first date of disbursement to be not later than Dec 31, 2022 and last drawdown dates not beyond March 31, 2024. Accordingly, till the period ended March 31, 2023 company has availed disbursements as under:

Date of disbursement	Amount of disbursement (₹ in lacs)
January 02, 2023	430.75
March 27, 2023	284.08
	714.83

The carrying value of term loan has been stated at amortised value using Effective interest rate ('EIR') method as per Ind AS 109. This method requires the initial transaction costs (loan documentation fees, etc.) to be deducted from the loan balance and the interest to be recalculated based on future cash payments through the tenure of the loan.

Note (b) : Details of security

For credit facilities (i) to (iii) above:

- Secured by exclusive charge over the Company's present and future Fixed assets (movable & immovable) i.e. Plant and Factory land & building located near Pune.
- Exclusive charge over Company's present & future Current assets.
- Corporate Guarantee executed by M/s Bharat Investments Growth Limited & M/s Bhilwara Infotechnology Limited.

Note (c) : Interest and repayments

Rate of Interest

- Term loan carries interest at rate of three month Treasury bill ('T Bills 3M') as per Financial Benchmarks India Pvt. Ltd. + spread of 1.56%, with monthly resting.
- Cash credit facility carries interest at rate of three month Treasury bill (T Bills 3M) as per Financial Benchmarks India Pvt. Ltd. + spread of 1.66%.
- Rate of interest on Bank Guarantee shall at rate as mutual agreed upon. It carries commission at rate of 0.50% per annum.
- The present rate T Bills 3M is 6.26%.
- Interest shall be calculated on 365 days in respect of term loan / credit facilities.

Repayments

- Term loan is repayable in 84 equal quarterly installments after initial moratorium of one year from date of first disbursement.
- First installment of term loan due on 02-Apr-2024 and last installment falling due on 31-Dec-2030.
- Cash credit facility is repayable on demand.

19. LEASE LIABILITIES

	(₹ in lacs)	
Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
Lease liabilities	41.51	45.99
	41.51	45.99
Current		
Lease liabilities	17.60	9.48
	17.60	9.48
	59.11	55.47

20. PROVISIONS

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Non-current		
Employee benefits		
- Gratuity (refer note 38)	1.10	2.32
- Leave encashment (refer note 38)	6.82	-
Other provisions		
- Product warranties (refer note 47)	11.56	-
	19.48	2.32
Current		
Employee benefits		
- Gratuity	0.04	0.01
- Leave encashment	0.37	-
	0.41	0.01
	19.89	2.33

Provisions movement as required under Ind AS 37 is as follows:

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Product warranties		
At the beginning of the year	-	-
Charge for the year	11.56	-
Released during the year	-	-
At the end of the year	11.56	-

21. TRADE PAYABLES

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro, small and medium enterprises	0.37	7.19
Total outstanding dues of other than micro, small and medium enterprises	41.88	111.17
	42.25	118.36

Ageing schedule of Trade payables

	Unbilled	Not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2023							
MSME*	-	0.37	-	-	-	-	0.37
Others	6.43	19.16	16.29	-	-	-	41.88
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
	6.43	19.53	16.29	-	-	-	42.25
As at March 31, 2022							
MSME*	-	6.58	0.61	-	-	-	7.19
Others	31.78	0.05	78.94	0.40	-	-	111.17
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
	31.78	6.63	79.55	0.40	-	-	118.36

*Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

22. OTHER FINANCIAL LIABILITIES

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Current		
Capital creditors	11.77	9.98
Payable to employees	37.65	21.59
Interest accrued but not due on borrowings	3.17	-
	52.59	31.57

23. OTHER CURRENT LIABILITIES

(₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Advances received from customers	70.21	-
Retention money payable	13.82	-
Statutory dues payables		
Withholding tax	11.42	11.58
Goods and services tax	-	14.02
Professional tax	0.08	0.04
Provident fund and other funds	3.50	2.44
	99.03	28.08

24. REVENUE FROM OPERATIONS

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Sale of products	1,124.80	373.64
Sale of services	-	44.81
Other operating revenues	38.54	-
	1,163.34	418.45
Sale of products comprises -		
Traded goods		
- Storage batteries	0.59	0.80
- Battery energy storage system (BESS)	1,124.13	372.36
- Energy management system (EMS)	-	-
- Others (parts and components, etc.)	0.08	0.48
	1,124.80	373.64
Sale of services comprises -		
- Installation and commissioning	-	40.16
- Design and engineering	-	-
- Others (subject and other matters experts, service charges, etc.)	-	4.65
	-	44.81
Other operating revenues comprises -		
- Bidding support services	38.00	-
- Other services	0.54	-
	38.54	-

25. OTHER INCOME

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest income on		
- Deposits with bank	30.84	54.56
- Financial asset measured at fair value	0.77	0.47
- Others	0.29	0.10
Net gains on foreign exchange fluctuations	12.59	-
Other non-operating income		
Liabilities no longer required written back	-	0.33
Gain on derecognition of lease liabilities	-	0.89
	44.49	56.35

26. COST OF MATERIAL CONSUMED

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Opening balance of inventory	-	-
Add: Purchases	1,107.46	232.28
Less: Closing balance of inventory	28.37	-
	1,079.09	232.28

27. EMPLOYEE BENEFITS EXPENSE

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Salaries and bonus	342.49	198.60
Contribution to provident and other funds	23.77	4.34
Gratuity expense	9.51	5.88
Staff welfare expense	8.62	10.09
	384.39	218.90

28. FINANCE COSTS

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest expense on lease liabilities	5.47	3.15
Interest expense on term loan measured at amortised cost	8.67	-
Loan facilities processing charges	26.82	-
	40.96	3.15
Less: Borrowings cost capitalised at effective rate of interest	(8.67)	-
	32.29	3.15

29. DEPRECIATION AND AMORTISATION EXPENSE

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Depreciation of property, plant and equipment	4.46	4.38
Amortisation of other intangible assets	0.98	-
Depreciation of right-of-use asset	16.56	7.70
	22.00	12.08

30. OTHER EXPENSES

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Testing and installation charges	1.90	48.52
Capital work-in-progress written off	-	48.50
Travelling and conveyance	63.52	13.46
Legal and professional	54.05	58.55
Warranty expenses	11.56	-
Research and development	4.61	-
Subscriptions	4.90	1.35
Payment to auditors (refer note below)	3.60	3.60
Power and fuel	3.50	1.30
Rent	2.71	2.02
Recruitment expenses	1.42	1.64
Repairs and maintenance		
- Office premises	1.62	1.54
- Others	1.78	0.76
Rates and taxes	1.06	1.51
Bank charges	1.89	0.70
Net loss on foreign exchange fluctuations	-	2.19
Property, plant and equipment written off	-	3.65
Impairment of security deposit	-	4.50
Miscellaneous expenses	5.99	2.06
	164.11	195.85

Note: Payment to auditors

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Statutory audit fee	1.50	3.60
Limited review fee	2.10	-
	3.60	3.60

31. TAX EXPENSE

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Tax expense recognised in statement of profit and loss :		
Current tax	-	-
Deferred tax expense (credit)		
Relating to origination and reversal of temporary differences	(123.17)	(46.76)
	(123.17)	(46.76)
Reconciliation of effective tax rate:		
Profit / (loss) before tax	(474.06)	(187.46)
Adjustments :		
Effect of expenses/ provisions not deductible in determine taxable profit	0.31	7.63
Adjusted profit (a)	(473.75)	(179.83)
Current tax	-	-
Deferred tax	(123.17)	(46.76)
Adjusted tax (b)	(123.17)	(46.76)
Effective tax rate (b/a)	26.00%	26.00%

32. OTHER COMPREHENSIVE INCOME ('OCI')

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Items that will not be reclassified to profit or loss		
Acturial gains / (losses) on employee benefit expense for the year	1.53	-
Tax impact on above	(0.40)	-
	1.13	-

33. EARNINGS PER SHARE

(₹ in lacs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Earnings		
Net profit after tax attributable to equity shareholders	(350.88)	(140.70)
Shares		
Weighted average number of shares outstanding during the period for calculation of EPS (Nos. in lacs)	19.23	15.96
Earnings per share		
- Basic	(18.25)	(8.82)
- Diluted	(18.25)	(8.82)

34. DISCLOSURE RELATING PURSUANT TO IND AS 115 - REVENUE FROM CONTRACTS WITH CUSTOMER

- | | |
|---|--|
| (a) Type of goods or services | : Sale of battery-based energy storage solutions (BESS), design, samples, & providing project consultancy, project management design & engineering, implementation and support services. |
| (b) Geographical region | : India |
| (c) Market or Type of customer | : Non-Government |
| (d) Type of contract | : Customer to customer basis |
| (e) Contract duration | : Short term duration |
| (f) Timing of transfer of goods or services | : Transferred over time |
| (g) Sales channels | : Directly to consumers |
| (h) Opening Trade receivables | : ₹ 403.3 lacs |
| (i) Closing Trade receivables | : ₹ 60.04 lacs |
| (j) Contract assets | : Nil |
| (k) Contract liabilities | : Nil |

35. SEGMENT REPORTING

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses and for which discrete financial information is available. The operating segments are based on the company's management and internal reporting structure.

The Company has evaluated its applicability of segment reporting and is of the opinion that it is working entirely in Battery based energy solutions, to produce, sale distribute Lithium-ion technology, advanced cell chemistry, In-house BMS & EMS

Design, Battery pack manufacturing, monitoring and tracking systems, accordingly the Company has one reportable business segment.

Revenue: The Revenue from operations were ₹ 1163.34 lacs for the period April 1, 2022 to March 31, 2023 and ₹ 418.45 lacs for previous year.

36. DISCLOSURES REQUIRED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006 (MSMED ACT) ARE GIVEN AS FOLLOW :

Particulars	(₹ in lacs)	
	As at March 31, 2023	As at March 31, 2022
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year		
- Principal amount to micro and small enterprises		
a) Amount not due but payable	0.37	6.58
b) Amount due and payable	Nil	0.61
- Interest on the principal amount due	Nil	Nil
The amount of interest paid by the buyer in terms of section 18 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
- Payments made to suppliers beyond the appointed date	Nil	Nil
- Interest on the principal amount	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil

The information has been given in respect of such vendors to the extent they could be identified as "Micro, Small and Medium" enterprises on the basis of information available with the Company.

37. RELATED PARTY TRANSACTIONS

Related parties have been identified on the basis of requirement of Ind AS 24 'Related Party Disclosures'. The disclosures of transactions with the related parties as defined in the Indian accounting standard are given below :

a) Name of the related parties and relationship*

Key Managerial personnel (KMP's)	Hiren Pravin Shah, Director & CEO Ankur Khaitan, Non-Executive Director Ankit Kanchal, Non-Executive Director
Holding company (from 03rd March 2023)	Bhilwara Energy Limited
Entity jointly exercising significant influence (upto 03rd March 2023)	Bharat Investments Growth Limited Bhilwara Infotechnology Limited
Relatives of KMPs/Directors	Mayur Shah, Brother of Director

* With whom the Company had transactions during the current year or previous year

b) Transactions with the above related parties (₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Infusion of equity share capital		
Bharat Investments Growth Limited	-	1,000.00
Bhilwara Infotechnology Limited	-	999.99
Reimbursement of expenses incurred		
Hiren Pravin Shah	5.65	2.61
Ankur Khaitan	9.26	1.92
Mayur Shah	5.51	1.11
Salary paid		
Hiren Pravin Shah	51.33	40.77
Ankur Khaitan	34.17	32.59
Ankit Kanchal	22.44	27.10
Mayur Shah	8.46	4.17
Loan given		
Ankur Khaitan	-	5.00
Advances repayment received		
Hiren Pravin Shah	-	3.10
Loan repayment received		
Ankur Khaitan	4.25	0.75
Loan repaid		
Hiren Pravin Shah	-	11.67

c) Outstanding balances as at balance sheet date (₹ in lacs)

Particulars	As at March 31, 2023	As at March 31, 2022
Equity share capital		
Bhilwara Energy Limited	142.31	-
Bharat Investments Growth Limited	-	71.15
Bhilwara Infotechnology Limited	-	71.15
Loans		
Ankur Khaitan	-	4.25
Employee benefit expenses payable		
Hiren Pravin Shah	2.95	1.69
Ankur Khaitan	-	2.27
Ankit Kanchal	1.14	1.84
Mayur Shah	0.66	0.61

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the end of the period are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

38. DISCLOSURE RELATING TO EMPLOYEE BENEFITS PURSUANT TO IND AS 19 - EMPLOYEE BENEFITS

a) Defined contribution plans

The Company has recognised ₹ 16.61 lacs (March 31, 2022: ₹ 4.03 lacs) towards post employment defined contribution plans comprising provident fund in the Statement of Profit and Loss as they accrue. The Company has no obligations other than to make the specified contributions.

b) Defined benefit plans

1. Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The Company's gratuity plan is a funded defined benefit plan for all employees. The Company makes periodical contributions to the approved trust formed under Life Insurance Corporation of India ('LIC') Group gratuity scheme.

2. Compensated absences

The Company allows privilege leave and sick leave to its employees. Privilege leave and sick leave are accumulated and can be availed during the period of employment or encashed during service or at the time of resignation, retirement or termination of employment.

The Company's Gratuity plan

a) Eligibility	All permanent employees of the company
b) Salary for gratuity	Last drawn Basic salary
c) Plan service	Completed year of service, Service of six months and above is rounded off as one year
d) Contribution	Employee – Nil Company – Full costs
e) Vesting period	5 years of service.
f) Benefit payable on retirement	15/26 x Salary x Number of completed years of service.
g) Benefit payable on withdrawal or resignation	15/26 x Salary x Number of completed years of service.
h) Benefit payable on death or disability	Same as normal retirement benefit except that no vesting conditions apply.
i) Maximum ceiling	₹ 20.00 lacs

The Company's Compensated absences plan

a) Eligibility	All permanent employees of the company
b) Salary for earned leave	Last drawn Basic salary
c) Benefit payable on retirement	Leave balance x per day salary
d) Benefit payable on withdrawal	Leave balance x per day salary
e) Benefit payable on death or disability	Leave balance x per day salary
f) Leaves entitlement	21 days per annum
g) Maximum accumulation	60 days
h) Encashment in service	Allowed
i) Per day salary	Last drawn monthly basic salary/30 days
j) Vesting period	Nil.

Changes in the Defined benefits obligation are as given below: (₹ in lacs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Defined benefit obligation at the beginning	5.92	-	-	-
Current service cost	8.95	5.92	7.19	-
Past service cost	-	-	-	-
Interest cost	0.45	-	-	-
Benefits paid	-	-	-	-
Actuarial (gain)/loss on defined benefit obligation	(1.24)	-	-	-
Defined benefit obligation at the end	14.08	5.92	7.19	-

Changes in the Fair value of Plan assets is as given below: (₹ in lacs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Fair value of Plan assets at the beginning	3.59	-	-	-
Expected return on plan assets	0.27	-	-	-
Employer contribution	8.79	3.54	-	-
Benefits paid	-	-	-	-
Actuarial (gain)/loss on plan assets	(0.29)	(0.05)	-	-
Fair value of Plan assets at the end	12.94	3.59	-	-

Net actuarial (gain)/loss (₹ in lacs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Actuarial (gain)/loss on defined benefit obligation	(1.24)	-	-	-
Actuarial (gain)/loss on plan assets	(0.29)	-	-	-
Net actuarial (gain)/loss	(1.53)	-	-	-

Amount recognised in Balance sheet is as given below:
(₹ in lacs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Present value of Defined benefit obligation	14.08	5.92	7.19	-
Fair value of plan assets at the end of the year	(12.94)	(3.59)	-	-
Unrecognised asset due to the asset ceiling	-	-	-	-
Net liability	1.14	2.33	7.19	-
Disclosure in the Balance sheet-Liability				
Current portion	0.04	0.01	0.37	-
Non-current portion	1.10	5.91	6.82	-
Total	1.14	5.92	7.19	-

Amount recognised in Statement of profit and loss is as given below:
(₹ in lacs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Current service cost	8.95	5.92	7.19	-
Past service cost	-	-	-	-
Interest cost	0.18	-	-	-
Administration expenses	-	-	-	-
Expected return on plan assets	-	-	-	-
Net actuarial (gain)/loss	-	-	-	-
Expense recognised in statement of profit and loss	9.13	5.92	7.19	-

Amount recognised in Other comprehensive income (OCI) is as given below:
(₹ in lacs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Amount recognised in OCI, (gain) / loss at the beginning of period	-	-	-	-
Remeasurements due to :				
Effect of change in financial assumptions	0.30	-	-	-
Effect of change in demographic assumptions	-	-	-	-
Effect of experience adjustments	(1.53)	-	-	-
(Gain)/Loss on curtailments/settlements	-	-	-	-
Return on plan assets (excluding interest)	(0.29)	-	-	-
Changes in asset ceiling	-	-	-	-
Total Remeasurements recognised in OCI (gain)/loss	(1.52)	-	-	-
Amount recognised in OCI, (gain) / loss at the end of period	(1.52)	-	-	-
Amount recognised in Profit and loss, end of period	9.12	5.92	7.19	-
Amount recognised in Other comprehensive income (OCI), end of period	(1.52)	-	-	-
Total Defined Benefit Cost/(Income) included in Profit & loss and OCI	7.60	5.92	7.19	-
Expected return on plan assets	0.27	-	-	-
Remeasurement on plan assets	0.29	-	-	-
Actual return on plan assets	0.56	-	-	-

Actuarial Valuation assumptions

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<i>Financial assumptions</i>				
Discounting rate	7.37% p.a.	7.52% p.a.	7.37% p.a.	-
Salary escalation rate	8.00% p.a.	8.00% p.a.	8.00% p.a.	-
<i>Demographic assumptions</i>				
Retirement age	58 years	58 years	58 years	-
Mortality table (Indian Assured Lives Mortality)	2012-14	2012-14	2012-14	-
Rate of employee turnover/attrition :-				
18 to 30 years	3.00%	3.00%	3.00%	-
30 to 45 years	2.00%	2.00%	2.00%	-
Above 45 years	1.00%	1.00%	1.00%	-

Summary of the membership information

(₹ in lacs)

Particulars	Gratuity	
	As at March 31, 2023	As at March 31, 2022
Number of employees	42	21
Total monthly salary eligible for gratuity (₹ in lacs)	19.07	14.21
Average past service (years)	0.94	0.7
Average age (years)	33.74	36.41
Average remaining working life (years)	24.26	21.59
Average remaining working life considering decrements (years)	18.08	16.67
Total accrued benefit amount (₹ in lacs)	13.31	5.76

Summary of the membership information

(₹ in lacs)

Particulars	Compensated absences	
	As at March 31, 2023	As at March 31, 2022
Number of employees	37	-
Total monthly salary for leave encashment (₹ in lacs)	11.75	-
Total monthly salary for leave availment (₹ in lacs)	34.98	-
Total accumulated leaves (days)	565	-
Average past service (years)	0.86	-
Average age (years)	32.80	-
Average remaining working life (years)	25.20	-
Average remaining working life considering decrements (years)	18.66	-
Total accrued benefit amount (₹ in lacs)	6.19	-

Sensitivity analysis

Particulars	Gratuity		Compensated absences	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
The sensitivity of the overall plan obligations to changes in the weighted key assumptions are:				
Defined benefit obligation – Discount rate +100 basis points	(1.83)	(0.79)	(1.01)	-
Defined benefit obligation – Discount rate -100 basis points	2.18	0.94	1.24	-
Defined benefit obligation – Salary escalation rate +100 basis points	2.14	0.92	1.22	-
Defined benefit obligation – Salary escalation rate - 100 basis points	(1.84)	(0.79)	(1.01)	-
Expected Cashflows for the next ten years				
Year 2023	-	0.02	-	-
Year 2024	0.07	0.05	-	-
Year 2025	0.08	0.08	-	-
Year 2026	0.16	0.17	-	-
Year 2027	0.24	0.25	-	-
Year 2028	1.03	-	-	-
Year 2029 to Year 2033	13.33	5.57	-	-

Expected company contributions towards gratuity for next year is ₹ 14,27,823/-.

Asset liability matching strategy

For gratuity, the Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance company, as part of the policy terms, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

Note: The estimates for future salary increases take into account inflation, seniority, promotion and other relevant factors, such as supply and demand in employment market. The actuarial valuation of plan assets and the present valuation of defined benefit obligation were computed at year end. The present value of the defined benefit obligation and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

39. INFORMATION ON LEASE TRANSACTION PURSUANT TO IND AS 116 - LEASES

The Company has entered into lease agreements for use of office premises. Each lease is reflected on the balance sheet as a right-of-use asset and as a lease liability, with the exception of short-term leases and leases of low-value underlying assets. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets. The Company currently classifies its right-of-use assets in a consistent manner in leasehold office premises under right-of-use assets.

During the year ended March 31, 2022 the company had terminated the lease agreement for which company recognised right-of-use asset ₹ 8.60 lacs and lease liability ₹ 8.60 lacs in FY2019-20, using the full retrospective approach as per Ind AS 116 'Leases' adoption from April 01, 2021. Termination has led to derecognition of Right-of-use assets and Lease liabilities at carrying value of ₹ 4.85 lacs and ₹ 5.74 lacs, correspondingly difference between Right-of-use and lease liability was charged to Statement of profit and loss.

During the year ended March 31, 2023 the company had entered into two more lease agreement for which company recognised right-of-use asset of ₹ 17.46 lacs and lease liability of ₹ 16.56 lacs.

Company as lessee

Particulars	(₹ in lacs)	
	As at March 31, 2023	As at March 31, 2022
Balance as at beginning of the year	54.91	5.30
Less : Contracts reassessed as lease contract modified	-	(0.02)
Add : Recognised during the year	17.46	62.16
Less : Derecognised during the year	-	(4.85)
Less : Depreciation charge for the year	(16.56)	(7.68)
Balance as at end of the year	55.81	54.91

B. Lease liabilities (₹ in lacs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Lease liabilities as at beginning of the year	55.47	6.15
Less : Contracts reassessed as lease contract modified	-	(0.04)
Add : Recognised during the year	16.56	58.82
Add : Lease interest accrued	5.47	3.19
Less : Derecognised during the year	-	(5.75)
Less : Lease payments	(18.40)	(6.90)
Lease liabilities as at end of the year	59.10	55.47
Current lease liabilities	17.60	9.48
Non-current lease liabilities	41.51	45.99

C. Maturity analysis of lease liability – contractual undiscounted cash flows (₹ in lacs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Less than one year	17.60	9.48
One to five years	41.51	45.98
More than five years	-	-
Total undiscounted lease liabilities	59.12	55.46

D. Amounts recognised in Statement of profit and loss (₹ in lacs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Interest on lease liabilities	5.47	3.15

E. Amounts recognised in the Statement of cash flows (₹ in lacs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Total cash outflow for leases	18.40	6.90

40. RATIOS

The following are analytical ratios for the year ended March 31, 2023 and March 31, 2022

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	% Variance	Remarks for variation in ratios by more than 25%
Current ratio	Current assets	Current liabilities	4.87	8.95	-45.59%	Decrease due to outstanding trade receivable from last year realised and advances for ongoing projects have been received.
Debt-Equity ratio	Total debt	Shareholders equity	0.46	-	-	Not applicable
Debt service coverage ratio	Earnings available for debt service = Net profit after taxes + Depreciation and other amortizations + Interest + Loss on sale of Property, plant & equipment	Debt service = Average total debt	(0.45)	(1.75)	-74.39%	Decrease as company availed term loan facility this year.
Return on equity ratio	Net Profits after taxes	Average Shareholders equity	(0.23)	(0.16)	43.40%	Increase as company is incurring initial operating expenses.
Inventory turnover ratio	Revenue from operations	Average Inventory	41.00	-	-	Not applicable
Trade receivables turnover ratio	Revenue from operations	Average Trade receivables	5.02	2.41	108.35%	Increase as the Sales numbers increased significantly from last period. Also, trade receivable has been realised within credit period.
Trade payables turnover ratio	Cost of materials consumed + Changes in Inventories of finished goods and Stock-in-trade	Average Trade payables	13.60	6.17	120.53%	Increase as material purchases have increased for ongoing and completed projects. Also, the company has made the timely payments to its trade creditors.
Net capital turnover ratio	Revenue from operations	Working capital	1.42	0.35	309.98%	Increase as the Sales numbers have increase compare to last year and working capital management has been managed effectively.
Net profit ratio	Net Profits after taxes	Revenue from operations	(0.30)	(0.34)	-10.31%	Not applicable

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	% Variance	Remarks for variation in ratios by more than 25%
Return on capital employed	Earning before interest and taxes	Capital employed = Tangible net worth + Total debt + Deferred tax liability	(0.20)	(0.10)	95.10%	Increased as the company is incurring initial operating expense and having operating losses.
Return on investment (other than interest on fixed deposit)	Income generated from invested funds	Average Investment	-	-	-	Not applicable

41. FINANCIAL INSTRUMENTS

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The carrying amounts of cash and cash equivalents, bank balance other than cash and cash equivalents, trade receivables, Short term loans, trade payables, short term borrowings and other current financial assets and liabilities are considered to be the same as their fair values, due to their short-term nature. Fair value for security deposits (other than perpetual security deposits) and employee loan has been presented in the below table. Fair value for all other non-current financial assets and liabilities is equivalent to the amortized cost, interest rate on them is equivalent to the market rate of interest.

I. Financial assets

(₹ in lacs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Fair value	Fair value hierarchy	Fair value	Fair value hierarchy
Financial assets				
1. Financial assets designated at fair value through profit and loss				
Non-current				
a) Security deposit	6.07	Level 3	4.00	Level 3
b) Loan	-	Level 3	2.80	Level 3
Current				
a) Loan	-	Level 3	0.71	Level 3
2. Financial assets designated at amortized cost				
a) Cash and cash equivalents	752.01	-	26.04	-
b) Other bank balances	52.74	-	1,103.00	-
c) Trade receivables	60.04	-	403.30	-
d) Other financial assets	2.49	-	38.81	-

II. Financial liabilities

(₹ in lacs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Fair value	Fair value hierarchy	Fair value	Fair value hierarchy
1. Financial liability designated at amortized cost				
Non-current				
a) Borrowings	701.77	-	-	-
b) Lease liabilities	41.51	-	45.99	-
Current				
a) Lease liabilities	17.60	-	9.48	-
b) Trade payables				
- MSME	0.37	-	7.19	-
- Others	41.88	-	111.17	-
- Disputed dues - MSME	-	-	-	-
- Disputed dues - Others	-	-	-	-
c) Other financial liabilities	52.58	-	31.57	-

III. Fair value hierarchy

Level 1 - This includes financial instruments measured using quoted prices (Unadjusted) in active markets for identical assets and liabilities.

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

IV. Valuation techniques used to determine fair value

- Financial assets are fair valued based on market data as at reporting date.
- Listed equity instruments and mutual funds which are fair valued using quoted prices and closing NAV in the market.
- The company has made necessary adjustments to the observable and unobservable inputs used for the purpose of valuations.
- The fair valuation of investments categorized in Level 2 has been determined on the basis of independent valuation done by respective funds.

42. FINANCIAL RISK MANAGEMENT OBJECTIVES

The Company's operational activities are expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Company realizes that risks are inherent and integral aspect of any business. The company's board of directors has the overall responsibility for the management of these risks. The company has the risk management policies and systems in place and are reviewed regularly to reflect changes in market conditions and the company's activities. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's principal financial liabilities, comprises of borrowings, trade and other payables. These primarily represents liabilities from operations and financial liabilities to finance the company's operations. The company's principal financial assets, include trade and other receivables, fixed deposits and cash and cash equivalents that derive directly from its operations.

a. Credit risk

Credit Risk refers to the risk that a counter party will default on its contractual obligation resulting in financial loss to the company. Credit risk arises from the operating activities primarily from trade receivables and from its financing activities including cash and cash equivalents, deposits with banks, Investments and other financial instruments. The Company's exposure to credit risk arises primarily from trade and other receivables. For other financial assets (including investment securities cash and short-term deposit) the Company minimise credit risk by dealing exclusively with high credit rating counterparties. The Company's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Company trades only with recognised and creditworthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. The carrying amount of financial assets represents the maximum credit exposure and there is no credit exposure.

In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is not significant. There are no customers which account for more than 10% of the company's total revenue from operations for the year ended 31st March, 2023.

I. Exposure to credit risk:

At the end of the reporting period the Company's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the Balance sheet, which are as follows:

Particulars	(₹ in lacs)	
	As at March 31, 2023	As at March 31, 2022
Security deposit	62.28	4.02
Advances to employees	0.17	0.20
Trade receivables	60.04	403.30
Cash and cash equivalents	752.01	26.04
Other bank balances	52.74	1,103.00

II. Credit risk concentration profile:

At the end of the reporting period there were no significant concentrations of credit risk. The maximum exposures to credit risk in relation to each class of recognised financial assets is represented by the carrying amount of each financial assets as indicated in the balance sheet.

III. Financial assets that are neither past due nor impaired:

Trade and other receivables that are neither past due nor impaired are creditworthy debtors with good payment record with the Company. Cash and short-term deposits investment securities that are neither past due nor impaired are placed with or entered with reputable banks financial institutions or companies with high credit ratings and no history of default.

b. Liquidity risk

Liquidity risks result from the possible inability of the company to meet current or future payment obligations due to lack of cash or cash equivalents. The liquidity risk is assessed and managed by the finance department as a part of day to day and medium term liquidity planning.

The company holds sufficient liquidity to ensure the fulfillment of all planned payment obligations at maturity. The company's liquidity risk policy is to maintain sufficient liquidity reserve at all times based on cash flow projections to meet payment obligation when it falls due. The primary source of liquidity is cash generated from operations.

The table below analyze the company's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities essential for an understanding of timing of cash flows.

	Less than 1 year	1 to 5 years	More than 5 years	Total
March 31, 2023				
Borrowings	-	395.42	306.35	701.77
Trade Payables				
- MSME	0.37	-	-	0.37
- Others	41.88	-	-	41.88
- Disputed dues - MSME	-	-	-	-
- Disputed dues - Others	-	-	-	-
Lease liabilities	17.60	41.51	-	59.12
Other financial liabilities (excluding current maturity of lease liabilities)	52.58	-	-	52.58
March 31, 2022				
Borrowings	-	-	-	-
Trade Payables	-			
- MSME	7.19	-	-	7.19
- Others	111.17	-	-	111.17
- Disputed dues - MSME	-	-	-	-
- Disputed dues - Others	-	-	-	-
Lease liabilities	9.48	45.99	-	55.47
Other financial liabilities (excluding current maturity of lease liabilities)	31.57	-	-	31.57

c. Market risk

Market risk is the risk that changes in market prices - such as foreign exchange rates, interest rates and equity prices - will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimising the return.

i. Foreign currency risk

Foreign currency exposure not covered by derivative instruments:-

Particulars	Currency	As at March 31, 2023		As at March 31, 2022	
		Foreign currency*	INR (₹ in lacs)	Foreign currency*	INR (₹ in lacs)
Trade payable	USD	13,615.83	11.19	4,310.00	3.27
Advance to trade supplier	USD	-	-	7928.80	6.01

* Foreign currency amount is denominated at nearest amount of foreign currency and has not been rounded-off.

Foreign currency sensitivity

The below table demonstrates the sensitivity to a 1% increase or decrease in the foreign currencies against Indian rupees, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 1% represents management's assessment of reasonably possible change in foreign exchange rate. 1% increase or decrease in foreign exchange rates will have the following impact on profit/(loss) before tax:

Particulars	As at March 31, 2023		As at March 31, 2022	
	1% increase	1% decrease	1% increase	1% decrease
Currency - USD	(0.11)	0.11	0.09	(0.09)
Increase/ (decrease) in profit or loss	(0.11)	0.11	0.09	(0.09)

ii. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates, loans and advances given by the company and cash and cash equivalents. The company's exposure to the risk of changes in market interest rates relates primarily to the company's term loans and short term borrowing with floating interest rate. The term loan carries interest at rate of three month treasury bill (T Bills 3M) as per Financial Benchmarks India Pvt. Ltd. + spread of 1.56%.

Particulars	(₹ in lacs)	
	As at March 31, 2023	As at March 31, 2022
Interest rate exposure		
i. Total borrowings	701.77	-
ii. Borrowings with floating interest rates	701.77	-

Interest rate sensitivity not covered by derivative instruments

Particulars	As at March 31, 2023		As at March 31, 2022	
	1% increase	1% decrease	1% increase	1% decrease
Secured term loan	(7.02)	7.02	-	-
Increase/ (decrease) in profit or loss	(7.02)	7.02	-	-

Interest rate sensitivity has been calculated assuming the borrowings are outstanding at the reporting date have been outstanding for the entire reporting period.

iii. Price risk

Commodity price risk for the Company is mainly related to fluctuations in material prices linked to various external factors, which can affect the cost of sales for the Company. To manage this risk, the Company monitors factors affecting prices, identifies new sources of supply of raw material, etc.

43. CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity share capital, security premium and all other equity reserves attributable to the equity holders of the Company. The company manages its capital to ensure that the company will be able to continue as going concern while maximizing the return to stakeholders through optimization of debt and equity balance. Further its objective is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development.

The company manages capital using gearing ratio, which is total debt divided by total equity. The Capital gearing ratio at the end of the reporting period was as follows:

Particulars	(₹ in lacs)	
	As at March 31, 2023	As at March 31, 2022
Borrowings (Non-current)	701.77	-
Borrowings (Current)	-	-
Less : Cash and cash equivalents (refer note 12)	752.01	26.04
Net debt (a)	(50.24)	(26.04)
Equity share capital (refer note 16)	192.31	192.31
Other equity (refer note 17)	1,332.24	1,682.00
Total capital (b)	1524.55	1,874.31
Capital gearing ratio (a/b)	(0.03)	-

Note - Gearing ratio is not disclosed for year ended March 31, 2022, as company is having no outstanding borrowings at the end of the reporting period.

44. CONTINGENT LIABILITIES AND COMMITMENTS

A) Contingent liabilities

There are no contingent liabilities as on March 31, 2023.

B) Commitments

Capital commitment

Capital expenditures contracted for at the balance sheet date but not recognised in the financial statements

Particulars	(₹ in lacs)	
	As at March 31, 2023	As at March 31, 2022
Property, plant and equipment	2,094.38	0.98
Intangible assets under development	3.78	17.35
	2,098.16	18.33

45. CAPITAL WORK IN PROGRESS INCLUDES FOLLOWING PRE-OPERATIVE EXPENSES PENDING ALLOCATIONS:

(₹ in lacs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning	48.52	-
Employee benefits expense	83.00	48.52
Less : Transfer to property, plant and equipment	-	-
Balance at the end	131.52	48.52

46. PROVISIONS FOR WARRANTIES

- Provision for warranty is made for estimated warranty claims in respect of sale of certain Li-ion storage batteries which are still under warranty at the end of the reporting period, the estimated cost of which is accrued at the time of sale. These claims are expected to be settled as and when warranty claims arise. The provision for warranty claims represents the present value of the Management's best estimate of the future outflow of economic benefits that will be required under the Company's obligation for warranties. Management estimates the provision based on industrial standards and Li-ion battery degradation cycle affecting product quality. The products warranties are generally covered under back-to-back warranty provided by OEM's to the Company.
- The disclosure note for movement in provision as required under Ind AS 37 has been given at note 20.

47. EVENTS OCCURRING AFTER THE BALANCE SHEET DATE

No adjusting or significant non-adjusting events have occurred between the reporting date and date of authorization of these financial statements.

- The Company has borrowings from banks against security of current assets (Inventory and Trade receivables). There was no requirement to submit quarterly statements by the company till the end of reporting period. Same has to be submitted after SCOD i.e. 30th September 2023 as per Bank sanction letter available with the Company.

49. DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The company has not traded or invested in Crypto currency or virtual currency during the reporting period.

50. RELATIONSHIP WITH STRUCK OFF COMPANIES

The Company does not have any transaction with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 and hence no disclosure is required.

51. BENAMI PROPERTY TRANSACTIONS

The company does not hold any benami property and no proceedings have been initiated or pending against the company under Benami Transactions Prohibition Act 1988 (45 of 1988) and the rules made thereunder.

52. CORPORATE SOCIAL RESPONSIBILITY

The company is not covered under section 135 of Companies Act 2013, therefore disclosure regarding CSR activities is not disclosed.

53. COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

The Company does not have any subsidiary company accordingly compliance with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 does not arise.

54. WILFUL DEFAULTER

As on March 31, 2023 the Company has not been declared wilful defaulter by any bank/financial institution or other lender.

- The Payment of Bonus Act, 1965 is applicable to the Company, but since Company is a newly setup establishment as per provision of Section 16 (1A) of the act, so bonus is not paid.

- Previous year figures have been regrouped or reclassified, wherever to conform to the current year's presentation.

For **S S Kothari Mehta & Company**
Chartered Accountants
Firm's Registration No. : 000756N

Jalaj Soni
Partner
Membership No.: 528799
UDIN : 23528799BGWHWD2726

For and on behalf of the Board of Directors of
Replus Engitech Private Limited
CIN:U31900PN2018PTC180903

Hiren Shah
Director
DIN : 08309658

Ankur Khaitan
Director
DIN : 09201058

Avinash Daga
Company Secretary
Membership No.: A33454

Place : New Delhi
Date : 12th May 2023

Place : Pune
Date : 12th May 2023

ANNUAL REPORT
OF



**INDO CANADIAN CONSULTANCY
SERVICES LIMITED**

CIN : U74899DL1995PLC064168

Corporate Information

BOARD OF DIRECTORS

Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Mr. Puneet Anand
Mr. Ajay Uppal

KEY EXECUTIVES

Mr. S. K. Datta, General Manager - Civil

STATUTORY AUDITORS

M/s. KRA & Associates
Chartered Accountants,
New Delhi

JOINT VENTURE PARTNER

M/s RSW Inc. Canada (Subsidiary of AECOM)

INTERNAL AUDITORS

M/s SAGC & Associates
Chartered Accountants,
New Delhi

BANKERS

ICICI Bank Limited
Yes Bank Limited
HDFC Bank Limited
AXIS Bank Limited
State Bank of India

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (U. P.)

CIN: U74899DL1995PLC064168

Directors' Report

for the Financial Year 2022-23

Dear Members,

Your Directors have pleasure in presenting their Twenty Eighth (28th) Annual Report along with the Audited Financial Statement along with the Auditors' Report for the Financial Year ended 31st March, 2023.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial data for the current year and previous year are stated as following:

(Amt. in ₹ Crores)

Particulars	For year ended 31st March, 2023	For year ended 31st March, 2022
Total Income	5.17	4.58
Total Expenditure	4.75	3.78
Profit/(Loss) Before Taxes	0.42	0.80
Taxes/Deferred Taxes	0.81	-
Profit/(Loss) After Tax	(0.38)	0.80
Other Comprehensive Income	-	-
Total Comprehensive Income	(0.38)	0.80
Basic EPS/Diluted EPS (in ₹ Per Share)	(5.39)	11.26

The Annual Financial Statement for the financial year 2022-23 is attached to this Annual Report.

2. OVERALL PERFORMANCE

Your Company has earned total income of ₹ 5.17 crores during the financial year 2022-23 as compared to the income of ₹ 4.58 crores in the previous financial year. The expenses of the Company during the financial year 2022-23 has increased to ₹ 4.75 crores as compared to ₹ 3.78 crores in the previous Financial Year. The Company has reported net loss of ₹ 0.38 crores during the financial year 2022-23 as compared to net profit of ₹ 0.80 crores in the previous Financial Year. The main reason for loss during the current year is recognition of Deferred Tax of ₹ 0.81 crore as against Nil in the previous year.

3. STATEMENT OF COMPANY AFFAIRS

During the financial year, the Company has provided consultancy services to a number of hydro power, pump storage and irrigation projects with a range of services like investigations, due diligence studies, preparation of pre-feasibility reports and detailed project reports, detailed design and drawings, technical specification, construction supervision, pre tender engineering, lender's engineer services etc. for ongoing projects and new projects acquired. The company is constantly expanding to new countries for its consultancy services and are looking for ventures in countries of Africa and Nepal.

The company has also successfully carried out the PFRs of the pump storage projects and actively carrying out the work for the preparation of Detailed Project Reports of Pump Storage Projects ranging the capacity from 800 MW to 1500 MW for its prestigious clients. The company has

also applied for detailed design & engineering of pump storage projects.

The Company secured 32 new contracts during the financial year 2022-23 and is actively pursuing new consultancy opportunities for hydropower, pump storage and irrigation projects in Indian subcontinent and overseas market. The company seeks to expand its operations and acquire new jobs in the core and related sectors of its expertise. The company also wish to collaborate with other prospective partners overseas for new businesses."

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no such material changes or commitments occurred, affecting the financial position of the Company which has occurred between the end of the financial year i.e. 31st March, 2023 and the date of this report.

5. DIVIDEND

Your Director's do not propose any dividend for the financial year under review.

6. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has adequate internal financial controls in place with reference to the financial statements. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control.

7. PERSONNEL

(a) Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith in **Annexure-1**.

8. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2023.

9. RESERVES

No amount was required to be transferred to Reserve.

10. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making investment in CSR Activities so the disclosures as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

11. SHARE CAPITAL

- A) Issue of equity shares with differential rights
During the financial year 2022-23, no equity shares have been issued with differential rights.
- B) Issue of sweat equity shares
During the financial year 2022-23, no sweat equity shares have been issued.
- C) Issue of employee stock options
During the financial year 2022-23, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.
- D) **Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees**
During the Financial Year 2022-23 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year under review, there were no orders passed by the regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as Annexure II forming part of this Report.

14. DIRECTORS**DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM**

During the year, Mr. Om Prakash Ajmera (DIN: 00322834) and Mr. Puneet Anand (DIN: 09595084), would retire by rotation in the forthcoming Annual General Meeting of the Company, being eligible shall offer themselves for reappointment.

The Board recommends his re-appointment.

- **During the financial year 2022-23, the following changes occurred in the Directors of the Company:-**

• **DIRECTORS RETIRE BY ROTATION**

During the year, Mr. Rishabh Jhunjunwala (DIN: 03104458), Director and Mr. Om Prakash Ajmera (DIN: 00322834), Director retired by rotation at the 27th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 27th Annual General Meeting of the Company held on 26th September, 2022.

• **RESIGNATION OF MR. VIMAL BANKA FROM THE OFFICE OF DIRECTOR**

Mr. Vimal Banka (DIN: 00322532) has resigned

from the post of Director w.e.f. 05.07.2022 due to health issues. The Board hereby takes the opportunity to thank him for the service rendered by him during his tenure.

• **APPOINTMENT OF MR. PUNEET ANAND AS A DIRECTOR**

Mr. Puneet Anand (DIN: 09595084) has appointed as an additional director in the Board Meeting held on 27.07.2022 and shall hold office upto the 27th Annual General Meeting of the Company. The company has received a notice in writing from member pursuant to the provisions of the section 160 of the Act signifying his intention to propose the candidature of Mr. Puneet Anand for the office of Director. The Board recommended to appoint him as a director of the Company and the shareholders approved his appointment in the 27th Annual General Meeting of the Company held on 26th September, 2022.

15. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met four (4) times during the financial year 2022-23. The meetings were held on 06th May 2022, 27th July 2022, 31st October 2022 and 30th January 2023.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Rishabh Jhunjunwala	Director	Non-Executive Director	4	1
2.	Mr. Om Prakash Ajmera	Director	Non-Executive Director	4	4
3.	Mr. Vimal Banka	Director	Non-Executive Director	1	1
4.	Mr. Ajay Uppal	Nominee Director	Nominee Director	4	4
5.	Mr. Gopalakrishnan Lakshminarayanan	Nominee Director	Nominee Director	4	1
6.	Mr. Puneet Anand	Director	Non-Executive Director	3	3

16. MEETING OF THE MEMBERS

The Annual General Meeting of the members of the Company was held on 26th September, 2022.

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not done any transactions in terms of Section 186 of the Companies Act, 2013.

19. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aid in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

20. STATUTORY AUDITORS

At the 22nd Annual General Meeting held on 24th September, 2018, M/s KRA & Associates, Chartered Accountants, (ICAI Firm Regn. No. 002352N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 28th Annual General Meeting to be held in the Calendar Year, 2023.

The first term of five consecutive year of appointment of M/s KRA & Associates, as the statutory auditors of the Company ends on the conclusion of the ensuing Annual General Meeting. They can be re-appointed for another five years term. Statutory Auditors have conveyed their eligibility and willingness to be re-appointed.

The Board have also recommended to the members of the Company, re-appointment of M/s KRA & Associates, Chartered Accountants, (ICAI Firm Regn. No. 002352N) as Statutory Auditor of the Company for the second term of five consecutive years to hold office till the conclusion of 33rd Annual General Meeting to be held in the calendar year 2028 with the authority to the Board to fix the remuneration for their tenure.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

21. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remarks.

22. ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return is available on the website of the Company.

23. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge states the following:

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that year;
- that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- That the annual accounts have been prepared on a going concern basis;
- that the Company had laid down internal financial controls to be followed by the company and that such internal financial controls were adequate and were operating effectively;
- That the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

24. GENERAL DISCLOSURES

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2022-23.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2022-23.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and accordingly such

Accounts and records are not made and maintained by the Company.

- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.
- The Company has made the necessary disclosure as per rule 8(5) of Companies Accounts Rules 2014.

25. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent

support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
Indo Canadian Consultancy Services Limited

Om Prakash Ajmera
Director
DIN: 00322834

Punit Anand
Director
DIN: 09595084

Place: Noida
Date: August 03, 2023

ANNEXURE-I OF THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

INDO CANADIAN CONSULTANCY SERVICES LIMITED

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in years)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Rajinder Pal	Dy. Chief Principal Engineer- Civil	₹ 21.27 Lakhs	B.Tech., M. Tech.	21 Years	46 Years	10/10/2007	Italian Thai Company Private Limited	NIL	Permanent	NO
2	Mr. Shishupal Singh	Sr. Executive Associate	₹ 16.63 Lakhs	ITI	36 Years	58 Years	24/08/1998	Design Pvt. Ltd.	NIL	Permanent	NO
3	Mr. Ritesh Kumar	Principal Engineer- Civil	₹ 10.49 Lakhs	B.Tech., M. Tech.	15 Years	37 Years	02/08/2021	Xplorere Consultancy Services	NIL	Permanent	NO
4	Mr. Prakash Chand Joshi	Sr. Associate-Civil	₹ 10.11 Lakhs	B.A., ITI	26 Years	4 Years	11/11/2003	KSHI JV (Kumagi-Gumi (Japan), Skanska (Sweden), HCC (India).	NIL	Permanent	NO
5	Ms. Rupali Agrawal	Principal Engineer- Electrical	₹ 10.11 Lakhs	B. Tech.	20 Years	43 Years	11/04/2016	State Bank of India	NIL	Permanent	NO
6	Mr. Dhiraj Kumar	Associate Principal Engineer-Civil	₹ 10.08 Lakhs	B.Tech., M. Tech.	15 Years	42 Years	15/07/2008	N.A.	NIL	Permanent	NO
7	Mr. Adarsh Singh	Sr. Engineer -Civil	₹ 9.90 Lakhs	M. Tech	10 Years	31 Years	16/01/2017	NBCC Ltd	Nil	Contractual	No
8	Mr. Sanjay Chopra	Executive Associate	₹ 9.01 Lakhs	B.A.	28 Years	48 Years	11/05/1998	Accurate Transformers Ltd.	NIL	Permanent	NO
9	Mr. Anuj Rathi	Sr. Geologist	₹ 8.73 Lakhs	B.Tech., M. Tech.	12 Years	36 Years	04/07/2022	Patel Engineering Ltd.	NIL	Permanent	NO
10	Mr. Bahadur Singh Negi	Sr. Associate-Civil	₹ 8.32 Lakhs	ITI	27 Years	49 Years	04/02/2005	Laing O' Rourke Technical Services (I) Pvt. Ltd.	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

ANNEXURE II OF THE BOARD'S REPORT**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A) Conservation of energy:

- (i) the steps taken or impact on conservation of energy; : NIL
- (ii) the steps taken by the company for utilising alternate sources of energy; : NIL
- (iii) the capital investment on energy conservation equipments; : NIL

(B) Technology absorption

- (i) the efforts made towards technology absorption; : NIL
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution; : NIL
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- : NIL
 - (a) the details of technology imported; : NIL
 - (b) the year of import; : NIL
 - (c) whether the technology been fully absorbed; : NIL
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and : NIL
 - (iv) the expenditure incurred on Research and Development. : NIL

(C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange out go during the year in terms of actual outflows are as follows:

Nature of Transaction	(Amt. in ₹ Lacs)	
	Year ended 31st March, 2023	Year ended 31st March, 2022
Expenditure (Foreign Travelling)	Nil	Nil
Income	66.18	191.11

Independent Auditors' Report

To The Members of Indo Canadian Consultancy Services Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Indo Canadian Consultancy Services Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the **Profit** (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report but does not include the financial statements and our auditor's report thereon. The Board's Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance

conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other

information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read Board's Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

Responsibility of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Change in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The Management has represented, that, to the best of its knowledge and belief, no fund (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
3. With respect to the matter to be included in the Auditors' report under Section 197(16) :
- In our opinion and according to the information and explanation given to us, the Company has not paid or provided any managerial remuneration to any director during the year.

For KRA & Associates

Chartered Accountants

Firm Registration Number 02352N

Vikas Goel

Partner

Membership No.: 513905

UDIN: 23513905BGS MRU4675

Place: Noida

Date: May 04, 2023

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Indo Canadian Consultancy Services Ltd of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) During the FY 22-23 the fixed assets of the Company have been physically verified by the management and material discrepancies identified on such verification have been properly dealt with in the books

of account in same year. The Company has a program of physical verification of Property, Plant and Equipment so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.

- (c) The Company does not have any Immovable property. Accordingly, paragraph 3(i) (c) of the Order is not applicable to the Company
 - (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.
 - (b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. The maintenance of cost records has not been specified by the Central Government under sub- section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. In respect of statutory dues:
 - (a) The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess, GST and any other material statutory dues applicable to it, According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess, GST and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable, except for the EPFO liability mentioned in Para 40 of Notes to Financial statements.
 - (b) According to the information and explanation given to us, there are no dues with respect to income tax, sales tax, service tax, value added tax, customs duty,

- excise duty and GST which have not been deposited on account of any dispute
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The Company has taken a loans during the year and there is no default in repayment of interest and principal amount during the reporting period as per clause 3(ix)(a) of the Order. detail as per mentioned below :

Name of lender	Amount in Beginning of the year(in lacs)	Taken during the year	Interest rate (%)	Outstanding on reporting date	Default if any
Purvi Vanijya Niyojan Limited	342.00	-	9%	224.01	No
Bhilwara Energy Limited	-	66.00	8.95%	46.00	No

- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken a term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- x. The Company has raised a loans during the year as mentioned in clause (ix)(a)
- xi. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xii. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- xiii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiv. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xvi. In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvii. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xviii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xix. There has been no resignation of the statutory auditors of the Company during the year.
- xx. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xxi. Corporate social Responsibility (CSR) not applicable to the company and hence Reporting clause 3(xx)(a) of the Order is not applicable for the year.

For KRA & Associates

Chartered Accountants

Firm Registration Number 02352N

Vikas Goel

Partner

Membership No.: 513905

UDIN: 23513905BGSMRU4675

Place: Noida

Date: May 04, 2023

ANNEXURE-B INDEPENDENT AUDITOR'S REPORT on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Indo Canadian Consultancy Services Ltd on the financial statements for the year ended 31st March, 2023

We have audited the internal financial controls over financial reporting of Indo Canadian Consultancy Services Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of

internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For KRA & Associates

Chartered Accountants

Firm Registration Number 02352N

Vikas Goel

Partner

Membership No.: 513905

UDIN: 23513905BGSMRU4675

Place: Noida

Date: May 04, 2023

Balance Sheet

as at March 31, 2023

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
I ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	3	8.67	11.73
(b) Other Intangible Assets	4	0.11	0.11
(c) Financial Assets			
(i) Loans	5	41.80	4.10
(ii) Trade Receivables	7	154.64	260.61
(iii) Other Financial Assets	8	28.58	28.58
(d) Other Non-Current Assets	9	95.95	105.33
(e) Deferred Tax Assets (Net)	16	62.43	143.02
		392.18	553.48
(2) Current Assets			
(a) Financial Assets			
(i) Loans	5	0.60	-
(i) Cash And Cash Equivalents	6	32.19	22.64
(ii) Trade Receivables	7	248.24	205.38
(iii) Other Financial Assets	8	57.76	57.76
(b) Other Current Assets	9	2.60	2.96
		341.39	288.74
Total Assets		733.57	842.22
II EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital	10	70.66	70.66
(b) Other Equity	11	181.61	219.71
		252.27	290.37
(2) LIABILITIES			
Non- Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	94.98	224.01
(b) Provisions	15	33.57	46.09
		128.55	270.10
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	175.03	117.99
(ii) Trade Payables	13		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		4.56	3.28
(iii) Other Financial Liabilities	14	31.76	21.41
(b) Provisions	15	127.29	127.49
(c) Other Current Liabilities	17	14.11	11.58
		352.75	281.75
Total Equity and Liabilities		733.57	842.22

Significant Accounting Policies

2

Notes to Accounts

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates
Chartered Accountants
FRN No: 002352N

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

Vikas Goel
Partner
Membership No: 513905

O.P. Ajmera
Director
DIN: 00322834

Puneet Anand
Director
DIN: 09595084

Place: Noida (U.P.)
Date: May 04, 2023

Statement of Profit & Loss

for the Year Ended March 31, 2023

(₹ in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
i Revenue From Operations	18	505.26	423.99
ii Other Income	19	11.73	33.89
iii Total Revenue		516.99	457.88
iv Expense			
Employee Benefits Expense	20	192.83	224.14
Finance Costs	21	26.49	14.48
Depreciation And Amortization Expense	22	4.05	5.04
Other Expenses	23	251.15	134.68
v Total Expenses		474.52	378.34
vi Profit/(Loss) before tax		42.47	79.54
vii Tax Expense	24		
Current tax		8.82	12.81
Less: MAT Credit Entitlement		(8.82)	(12.81)
Deferred tax		80.59	-
viii Profit/(Loss) for the year		(38.12)	79.54
ix Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	25		
- Remeasurements of the defined benefit plans		-	-
x Other comprehensive income for the year		-	-
xi Total comprehensive income for the year (Comprising Profit/(Loss) and Other comprehensive income for the year)		(38.12)	79.54
xii Earnings Per Equity Shares	26		
(a) Basic (in ₹)		(5.39)	11.26
(b) Diluted (in ₹)		(5.39)	11.26

Significant Accounting Policies 2

Notes to Accounts

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Chartered Accountants
FRN No: 002352N

Vikas Goel
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Membership No: 513905

Place: Noida (U.P.)
Date: May 04, 2023

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
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DIN: 00322834

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Director
DIN: 09595084

Statement of Changes in Equity

for the Year Ended March 31, 2023

a. Equity Share Capital

1 Current reporting period (₹ in Lakhs)		
Particulars	No. of Shares	Total
Balance as at 1st April 2022	7.066	70.66
Changes in equity share capital during the year	-	-
Balance as at March 31, 2023	7.066	70.66

2 Previous reporting period (₹ in Lakhs)		
Particulars	No. of Shares	Total
Balance as at April 01, 2021	7.066	70.66
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	7.066	70.66

b. Other Equity

1 Current reporting period (₹ in Lakhs)			
Particulars	Reserves & Surplus		Total
	Securities Premium	Retained earnings	
Balance as at 1st April 2022	15.98	203.73	219.71
Profit & (Loss) during the year	-	(38.12)	(38.12)
Round off Adjustment	-	0.02	0.02
Other comprehensive income during the year	-	-	-
Total	-	(38.10)	(38.10)
Balance as at March 31, 2023	15.98	165.63	181.61

2 Previous reporting period (₹ in Lakhs)			
Particulars	Reserves & Surplus		Total
	Securities Premium	Retained earnings	
Balance as at April 01, 2021	15.98	124.19	140.17
Profit & (Loss) during the year	-	79.54	79.54
Other comprehensive income during the year	-	-	-
Total	-	79.54	79.54
Balance as at March 31, 2022	15.98	203.73	219.71

Significant Accounting Policies

Notes to Accounts

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Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 04, 2023

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Director
DIN: 09595084

Cash Flow Statement

for the Year Ended March 31, 2023

(₹ in Lakhs)

Particular	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	(38.12)	79.54
Depreciation of Property Plant and Equipment	4.05	5.04
Deferred Tax	80.60	-
Bad Debts written off	21.19	34.91
Expected credit loss	14.03	(2.59)
Provision for Gratuity and leave encashment	(0.23)	23.90
Interest Expenses	26.49	14.48
Interest Income	(4.46)	(33.89)
Operating Profit/(loss) before changes in operating assets and liabilities	103.55	121.39
(Increase) / Decrease in Short term Trade Receivables	(42.86)	(69.92)
(Increase) / Decrease in Long term Trade Receivables	(9.85)	30.90
(Increase) / Decrease in Short term financial assets - Loans	(38.30)	-
(Increase) / Decrease in Other Short term financial assets	-	4.29
(Increase) / Decrease in Other Long term financial assets	45.58	3.23
(Increase) / Decrease in Other Short term assets	0.36	(0.15)
Increase / (Decrease) in Short term Trade Payables	1.28	(355.08)
Increase / (Decrease) in Short term Trade Payables/ Provisions	(0.21)	(91.60)
Increase / (Decrease) in Long term Trade Payables/ Provisions	(12.28)	(6.72)
Increase / (Decrease) in Other Short term Financial Liabilities	10.36	(44.11)
Increase / (Decrease) in Other Short term Liabilities	2.53	(3.06)
Cash generated (used) in /from Operations before tax	60.16	(410.83)
Income tax / TDS	44.40	21.16
Net cash flow (used) in/ from Operating Activities	104.56	(389.67)
B. Cash Flow From Investing Activities		
Purchase of Property Plant & Equipment	(0.99)	-
Interest Received	4.46	33.89
Net cash flow (used) in/ from Investing Activities	3.47	33.89
Net cash (used) in/ from Operating and Investing Activities	108.03	(355.78)
C. Cash Flow From Financing Activities		
Long-term borrowings repaid during the year	(137.99)	(31.56)
Long-term borrowings taken during the year	66.00	370.00
Interest paid	(26.49)	(14.48)
Net cash (used) in/ from Financing Activities	(98.48)	323.96
Net cash (used) in/ from Operating, Investing & Financing Activities	9.55	(31.82)
Effect of exchange differences on translation of foreign currency Cash & Cash equivalent	-	-
Net (increase) / decrease in Cash & Cash equivalent	9.55	(31.82)
Opening balance of Cash & Cash equivalent	22.64	54.46
Closing balance of Cash & Cash equivalent	32.19	22.64
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	1.14	2.42
ii) Balance with Banks :		
- In Current Accounts	31.05	20.22
Total	32.19	22.64

Significant Accounting Policies

Notes to Accounts

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Signed in terms of our report of even date

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Place: Noida (U.P.)
Date: May 04, 2023

Notes to the Financial Statements

for the Year Ended March 31, 2023

1. CORPORATE INFORMATION

Indo Canadian Consultancy Services Limited (hereinafter referred to as "The company") is engaged in consultancy services, including comprehensive engineering consultancy for hydro-electric, thermal and non-conventional energy power projects.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation:

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company, with effect from 1st April 2016, has adopted Indian Accounting Standards (Ind AS) notified under the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amended) Rules, 2016. For all periods up to and including the year ended 31st March 2016, the Company had prepared its financial statements in accordance with accounting standards as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (referred to as 'Indian GAAP').

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

- (i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- (ii) Held primarily for the purpose of trading
- (iii) Expected to be realised within twelve months after the reporting period, or
- (iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

- (i) It is expected to be settled in normal operating cycle
- (ii) It is held primarily for the purpose of trading
- (iii) It is due to be settled within twelve months after the reporting period, or
- (iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of Estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments

The areas involving critical estimates and judgments are:

(i) Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

(ii) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

c) Revenue Recognition

Revenue is recognized as per guiding principal specified under Ind AS-115. The company is a service company; revenue is recognized on billing basis which is billed with achievement of defined milestones i.e. 'Contract milestones'

Other Income

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

d) Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on fixed assets is calculated on a Straight Line Method (SLM) using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

Depreciation is provided on pro-rata basis from the date on which assets are ready to use in case of addition and provided up to the date of sale/disposal in case of sale/disposal.

e) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Software assets are amortized on a straight line basis over the estimated useful economic life of 5 years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Financial Instruments

Financial Assets

i. Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

ii. Subsequent Measurement**Non-derivative financial instruments**

- **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS-109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12 Months ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- (i) The rights to receive cash flows from the asset have expired, or
- (ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability.

The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

iii. Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations.

Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations.

If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

iv. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

g) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

Initial recognition

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

h) Taxation

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it

is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

i) Employees Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard Ind AS-19 'Employee Benefits'.

Provident Fund

The company makes contribution to statutory contribution fund in accordance with Employees Provident Fund and Miscellaneous Provision Act, 1952 which is defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

Gratuity

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of defined benefit/obligation at the balance sheet date less the fair value of plan assets, together with adjustment for unrecognized actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at or near the balance sheet date by an independent actuary using the projected unit credit method.

Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods. Further, net defined benefit assets are treated as other financial assets in financial statements.

During FY 22-23, Company has not recognized actuarial gains and losses for defined benefit plans

Leave Encashment

Liability in respect of leave encashment becoming due or expected after the balance sheet is estimated on the basis of an actuarial valuation performed by an independent actuary using projected unit credit method.

Leave liability which is expected to be utilized within next 12 Months from Balance sheet (as per estimates made by actuary) is treated as Current liability and balance liability has been considered as long term liability.

Superannuation Benefit

The Company makes contribution to superannuation fund which is a post employment benefit in the nature of a defined contribution plan & contribution paid or payable is recognized as expenses in the period in which services are rendered by the employee.

Other short term benefits

Expenses in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

j) Provisions & Contingent Liabilities/ Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement

k) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

l) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

m) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

1. In the principal market for the asset or liability, or
2. In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or Liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

n) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

o) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

	Electrical equipment	Furniture and fixtures	Vehicles	Computers	Total
Gross carrying value					
As at April 1, 2021	6.60	1.20	18.85	8.63	35.28
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
As at March 31, 2022	6.60	1.20	18.85	8.63	35.28
Additions	-	-	-	0.99	0.99
Disposals	-	-	-	-	-
As at March 31, 2023	6.60	1.20	18.85	9.62	36.27
Depreciation					
As at April 1, 2021	6.54	1.14	7.83	3.01	18.52
Charge for the year	-	0.04	2.32	2.67	5.03
Disposals	-	-	-	-	-
As at March 31, 2022	6.54	1.18	10.15	5.68	23.55
Charge for the year	-	0.02	2.12	1.91	4.05
Disposals	-	-	-	-	-
As at March 31, 2023	6.54	1.20	12.27	7.59	27.60
Net carrying value					
As at March 31, 2022	0.06	0.02	8.70	2.95	11.73
As at March 31, 2023	0.06	-	6.58	2.03	8.67

4 OTHER INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Software	Total
Gross Carrying Value		
As at April 1, 2021	11.26	11.26
Additions	-	-
Disposals	-	-
As at March 31, 2022	11.26	11.26
Additions	-	-
Disposals	-	-
As at March 31, 2023	11.26	11.26
Amortization		
As at April 1, 2021	11.15	11.15
Charge for the year	-	-
Disposals	-	-
As at March 31, 2022	11.15	11.15
Charge for the year	-	-
Disposals	-	-
As at March 31, 2023	11.15	11.15
Net Carrying Value		
As at March 31, 2022	0.11	0.11
As at March 31, 2023	0.11	0.11

5 LOANS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Security Deposit	39.60	4.10	-	-
Loan to employees	2.20	-	0.60	-
	41.80	4.10	0.60	-

6 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
- Balance with banks		
On Current Accounts (Include Auto Swap Fixed Deposit of ₹ 23.91 Lakhs)*	31.05	20.22
- Cash on hand	1.14	2.42
	32.19	22.64

*Fixed deposit of ₹ 8.00 Lakhs lien earmarked against bank guarantee in favour of Adani Green Energy Limited

7 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good*	199.60	291.53	248.24	205.38
	199.60	291.53	248.24	205.38
Less: allowance for bad and doubtful debts	44.96	30.92	-	-
	44.96	30.92	-	-
	154.64	260.61	248.24	205.38

*The Trade receivables outstanding for more than 180 days amounting to ₹ 324.94 Lakhs. Provision for doubtful debts has been considered in respect of balances aggregating to ₹ 44.96. For the remaining balances, the management is confident to recover the outstanding amount in the near future. Hence no provision is considered on such amount. Company is recording TDS receivable on the value of export sales at the time of receipt. Hence, balances of overseas trade receivables are inclusive of TDS amount receivable of ₹ 9.93 Lakhs.

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2023	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables-considered good	-	-	-	17.39	49.63	132.58	199.60
ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	(1.34)	(43.62)	(44.96)
iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - others	-	-	-	-	-	-	-
vii) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	-	-	-	17.39	48.29	88.96	154.64

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables-considered good	-	-	-	93.61	32.73	165.19	291.53
ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	(2.53)	(28.39)	(30.92)
iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - others	-	-	-	-	-	-	-
vii) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	-	-	-	93.61	30.20	136.80	260.61

Trade Receivables Ageing Schedule- Current

As at March 31, 2023	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade Receivables-considered good	-	122.90	125.34	-	-	-	248.24
ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - others	-	-	-	-	-	-	-
vii) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	-	122.90	125.34	-	-	-	248.24

Trade Receivables Ageing Schedule- Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade Receivables-considered good	-	155.77	49.61	-	-	-	205.38
ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - others	-	-	-	-	-	-	-
vii) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	-	155.77	49.61	-	-	-	205.38

8 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Retention Money	28.58	28.58	-	-
Advances recoverable in cash and kind (from others) (Net of Defined Benefit Obligation of ₹ 44.11 Lakhs (Previous Year ₹ 59.49 Lakhs))*	-	-	57.76	57.76
	28.58	28.58	57.76	57.76

*Advances recoverable in cash and kind pertaining to "Excess of the contribution to Planned funds" against Defined benefit Obligation till FY 20-21. During the FY 2022-23, management has not considered change in value of funds, resulting into non consideration of Other Comprehensive Income amounting ₹ 1.43 Lakh (Previous Year ₹ 5.83 Lakh) and Income of ₹ 1.19 Lakh (Previous Year ₹ (0.08) Lakh) in the Statement of Profit and Loss in the Financials Statements

9 OTHER ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Advance Tax/TDS(net of provisions) classified as:				
TDS receivable & advance taxes (Net of Provision of ₹ 55.43 Lakhs (Previous Year ₹ 46.18 Lakhs))*	40.52	59.15	-	-
Mat Credit Entitlement	55.43	46.18	-	-
Staff advance	-	-	-	-
Prepaid expenses	-	-	2.39	2.75
Advances recoverable in cash or kind	-	-	0.21	0.21
	95.95	105.33	2.60	2.96

*The TDS Receivable amounting to ₹ 5.55 Lakh pertains to previous years on or before AY 2016-2017, The company is recording TDS receivable on the sale value at the time of sale except for export transactions.

10 EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
10,00,000 Equity Shares (previous year 10,00,000) Equity Shares of ₹ 10 each	100.00	100.00
	100.00	100.00
Issued,subscribed and fully paid up		
7,06,600 Equity Shares (previous year 7,06,600) Equity Shares of ₹ 10 each fully paid	70.66	70.66
	70.66	70.66

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year:-

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Shares outstanding at the beginning of the year	7,06,600	70.66	7,06,600	70.66
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	7,06,600	70.66	7,06,600	70.66

(b) Details of shareholders holding more than 5% shares in the Company

Name of the Share holder	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% holding	No. of shares	% holding
Bhilwara Energy Limited	5,33,500	75.50%	5,33,500	75.50%
RSW Inc.	1,73,100	24.50%	1,73,100	24.50%
	7,06,600	100.00%	7,06,600	100.00%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

(c) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	Bhilwara Energy Limited	5,33,500	75.50%	5,33,500	75.50%
Total		5,33,500	75.50%	5,33,500	75.50%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

(d) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 each share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholder in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of Company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.

11. OTHER EQUITY

Particulars	(₹ in lakhs)
(a) Securities Premium	
Balances as at April 1, 2021	15.98
Addition during the financial year	-
Balances as at March 31, 2022	15.98
Addition during the financial year	-
Balances as at March 31, 2023	15.98
(b) Retained earnings	
Balances as at April 1, 2021	42.32
Profit & (Loss) during the year	79.54
Balances as at March 31, 2022	121.86
Profit & (Loss) during the year	(38.12)
Rounding off adjustment	0.02
Balances as at March 31, 2023	83.76
(c) Other Comprehensive Income	
Balances as at April 1, 2021	81.87
Other comprehensive income during the year	-
Balances as at March 31, 2022	81.87
Other comprehensive income during the year	-
Balances as at March 31, 2023	81.87

Note:-

Purpose of securities premium:

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

12 BORRWINGS

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Un-Secured Loans From Purvi Vanijya Niyojan Ltd.*	94.98	224.01	129.03	117.99
Un-Secured Loans From Bhilwara Energy Limited	-	-	46.00	-
	94.98	224.01	175.03	117.99

*The company has taken loan from Purvi Vanijya Niyojan Limited to pay off its liability. Which is repayable in 35 equal monthly installments of ₹ 12.00 Lakhs each (including fixed interest @ 9% P.A) and last (36th) installment shall be of ₹ 2.30 Lakhs (Including interest). The loan is secured by

- Undated signed cheque of ₹ 370.00 Lakhs to secure the repayment of Principal.
- Undated signed cheque of ₹ 61.00 Lakhs to secured interest amount.

13 TRADE PAYABLES

Particulars	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	4.56	3.28
	4.56	3.28

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

Ageing for trade payable outstanding as at March 31, 2023 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	-	-	-	-	-	-	-
Others	4.56	-	-	-	-	-	4.56
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	4.56	-	-	-	-	-	4.56

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	-	-	-	-	-	-	-
Others	3.28	-	-	-	-	-	3.28
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	3.28	-	-	-	-	-	3.28

14 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Other payable	-	-	1.79	1.54
Employee benefit expenses payable	-	-	29.97	19.87
	-	-	31.76	21.41

15 PROVISIONS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits				
- Leave encashment	33.57	46.09	0.45	0.65
- Continuity loyalty bonus	-	-	126.84	126.84
	33.57	46.09	127.29	127.49

16 DEFERRED TAX ASSETS/LIABILITIES (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Deferred tax assets/ liabilities are attributable to the following items;		
Deferred Tax Assets		
- Property, plant & equipment	18.52	5.12
- Others	43.91	137.90
Sub- Total (a)	62.43	143.02
Net Deferred Tax Assets (a)-(b)	62.43	143.02

Note :- Company has started to earn profit and is expecting to earn future cash flows in the upcoming years. Now, during the FY 22-23 company recognized the Deferred Tax Assets and the same can be adjusted against future taxable profit.

17 OTHER CURRENT LIABILITIES (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Statutory dues payable	-	-	3.49	3.35
Other Payable	-	-	2.44	2.44
GST Payable	-	-	8.18	5.79
	-	-	14.11	11.58

18 REVENUE FROM SERVICES (₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Sale of Services	505.26	423.99
	505.26	423.99

19 OTHER INCOME (₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest income		
- Bank deposits and others	0.28	1.97
- Interest On Income Tax	4.18	31.92
Miscellaneous income	7.27	-
	11.73	33.89

20 EMPLOYEE BENEFIT EXPENSES (₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Salaries, wages and bonus	183.49	213.01
Contribution to provident & other funds	8.36	9.96
Workmen & staff welfare expenses	0.98	1.17
	192.83	224.14

21 FINANCE COST (₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest on borrowing	26.46	14.26
Bank Charges	0.03	0.22
	26.49	14.48

22 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Depreciation on Tangible Assets	4.05	5.04
	4.05	5.04

23 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Rent	11.00	11.00
Rate and taxes	0.32	0.29
Lease rental	-	0.69
Traveling expenses	12.06	5.82
Telephone	0.40	0.32
Insurance	5.54	4.79
Car running & maintenance	-	0.91
Repair & Maintenance -Others	4.40	3.76
Electricity	2.70	2.47
Legal and Professional	74.09	59.37
Printing & stationery	1.08	0.15
Fees and subscription	0.79	0.07
Balances Written Off*	92.02	2.76
Miscellaneous expenses	9.50	5.67
Bad Debts Written off	35.23	34.91
Payment to auditor	2.02	1.70
	251.15	134.68

*During the year, company has written off ₹ 92.02 Lakhs towards TDS not recoverable from overseas customers

Notes :-

(i) Payment to statutory auditors comprise (including indirect tax):

(₹ in Lakhs)

Payment to auditor:	For the Year ended March 31, 2023	For the Year ended March 31, 2022
- Audit fee	1.10	1.10
- Fees for certification	0.92	0.60
	2.02	1.70

24 INCOME TAX EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Current tax (Minimum Alternate Tax)	8.82	12.81
Less: MAT Credit recognised	(8.82)	(12.81)
Deferred tax	80.59	-
	80.59	-

25 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	-	-
	-	-

26 EQUITY PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Profit / (Loss) after Tax	(38.12)	79.54
Weighted average number of equity shares (in Lakhs)	7.066	7.066
Basic & Diluted EPS	(5.39)	11.26

27. SEGMENT REPORTING

The Company is engaged in consultancy services, including comprehensive engineering consultancy for hydro-electric, thermal and non-conventional energy power projects. Considering the nature of Company's business and operations, there

are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

28. COMMITMENTS AND CONTINGENCIES

As per information available with the management there is no contingent liability as at March 31, 2023. However company has provided a bank guarantee in favour of Adani Green Energy Limited of ₹ 8.00 Lakhs on 03rd April 2023.

29. There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard-39 as it is not probable that an outflow of resources embodying economic benefit will be required.

30. RELATED PARTY DISCLOSURES

a. Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Bhilwara Energy Limited (BEL)	Holding Company
ii.	Malana Power Company Limited (MPCL)	Fellow Subsidiary
iii.	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
iv.	BG Wind Power Limited (BGWPL)	Fellow Subsidiary
v.	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
vi.	Chango Yangthang Hydro Power Limited (CYHPL)	Fellow Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary
viii.	Replus Engitech Private Limited. (REPL)	Fellow Subsidiary (w.e.f 06 th March 2023)

b. Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture

RSW Inc.

c. Individual owning directly or indirectly an interest in the voting power of reporting enterprise that give them control or significant influence over the enterprises, And relative of any such individual

NA

d. Key management personnel and their relatives

NA

e. Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

NA

The following transactions were carried out with the related parties in the ordinary course of business:-

(₹ in Lakhs)

Particulars	Transactions		Balances at year end	
	For the year ended March 31, 2023	For the year ended March 31, 2022	As at March 31, 2023	As at March 31, 2022
Consultancy Services Given				
AD Hydro Power Limited	35.10	5.81	-	-
Malana Power Co. Ltd.	22.37	8.49	-	-
Bhilwara Energy Limited	23.60	-	-	-
RSWM Ltd.	162.84	54.28	12.42	12.42
Expense Reimb. during the year				
HEG Limited	4.92	1.38	-	-
RSWM Limited (Common Expenses)	13.33	15.46	-	-
RSWM Limited (Rent Expenses)	11.00	11.00	-	-
Amount paid/received other during the year				
Loans & Advances received from Bhilwara Energy Limited	66.00	-	-	-
Repayment of Loans & Advances paid to Bhilwara Energy Limited	20.00	-	-	-
Interest paid to Bhilwara Energy Limited	0.41	-	-	-
Amount due to Bhilwara Energy Ltd	-	-	46.00	-
Paid to RSWM Limited	-	253.91	-	-
Paid to RSWM Limited-Gulabpura	-	128.68	-	-

31. DEFINED BENEFIT PLAN

Disclosures including sensitivity analysis in respect of gratuity and leave encashment have been made as per the valuation of employee benefit done for the year ended March 31, 2023

Employee benefits plan

A Gratuity

Economic Assumptions (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumption (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability **	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
iii) Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 Years	1.00%	1.00%

1 Assets / Liability (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
A Present value of obligation	44.11	59.49
B Fair value of plan assets	110.69	123.45
C Net assets / (liability) recognized in balance sheet as provision	66.58	63.97

Date Ending (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the end of the period	44.11	59.49

2 Service Cost (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current Service Cost	3.52	4.21
b) Past Service Cost including curtailment Gains/Losses	-	-
c) Gains or Losses on Non routine settlements	-	-
d) Total Service Cost	3.52	4.21

3 Net Interest Cost (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Interest Cost on Defined Benefit Obligation	4.38	5.15
b) Interest Income on Plan Assets	9.10	9.28
c) Net Interest Cost (Income)	(4.71)	(4.12)

4 Change in Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Present value of obligation as at the beginning of the period	59.49	73.28
b) Acquisition adjustment	-	-
c) Interest Cost	4.38	5.15
d) Service Cost	3.52	4.21
e) Past Service Cost including curtailment Gains/Losses	-	-
f) Benefits Paid	(16.03)	(15.59)
g) Total Actuarial (Gain)/Loss on Obligation	(7.26)	(7.56)
h) Present value of obligation as at the End of the period	44.11	59.49

5	Bifurcation of Actuarial Gain/Loss on Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
	b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(0.44)	(2.34)
	c) Actuarial (Gain)/Loss on arising from Experience Adjustment	(6.82)	(5.22)
6	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	9.10	9.28
	b) Actual Income on Plan Asset	3.26	7.55
	c) Actuarial gain /(loss) for the year on Asset	(5.83)	(1.72)
7	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	44.11	59.49
	b) Fair value of plan assets	110.69	123.45
	c) Unfunded Liability/provision in Balance Sheet	66.58	63.97
8	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	3.52	4.21
	b) Net Interest Cost	(4.71)	(4.12)
	c) Expense recognized in the Income Statement	(1.19)	0.09
9	Other Comprehensive Income (OCI)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net cumulative unrecognized actuarial gain/(loss) opening	-	-
	b) Actuarial gain / (loss) for the year on PBO	7.26	7.56
	c) Actuarial gain /(loss) for the year on Asset	(5.83)	(1.72)
	d) Unrecognized actuarial gain/(loss) for the year	1.43	5.84
10	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	123.45	131.94
	b) Actual return on plan assets	3.26	7.10
	c) Employer contribution	-	-
	d) Benefits paid	(16.03)	(15.59)
	e) Fair value of plan assets at the end of the period	110.69	123.45
11	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-

12 Change in Net Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Net defined benefit liability at the start of the period	(63.97)	(58.66)
b) Acquisition adjustment	-	-
c) Total Service Cost	3.52	4.21
d) Net Interest cost (Income)	(4.71)	(4.12)
e) Re-measurements	(1.43)	(5.84)
f) Contribution paid to the Fund	-	-
g) Benefit paid directly by the enterprise	-	0.45
h) Benefit paid directly by the enterprise	-	-
i) Net defined benefit liability at the end of the period	(66.58)	(63.97)

13 Bifurcation of PBO at the end of year in current and non-current (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current liability (Amount due within one year)	0.56	0.89
b) Non-Current liability (Amount due over one year)	43.54	58.60
c) Total PBO at the end of year	44.11	59.49

14 Expected contribution for the next Annual reporting period (₹ in Lakhs)

Particulars	As at March 31, 2023
a) Service Cost	4.75
b) Net Interest Cost	(4.98)
c) Expected Expense for the next annual reporting period	(0.23)

15 Sensitivity Analysis of the defined benefit obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) Impact of the change in discount rate	
Present Value of Obligation at the end of the period	44.11
a) Impact due to increase of 0.50%	(1.98)
b) Impact due to decrease of 0.50 %	2.12
b) Impact of the change in salary increase	
Present Value of Obligation at the end of the period	44.11
a) Impact due to increase of 0.50%	2.06
b) Impact due to decrease of 0.50 %	(1.94)

16 Maturity Profile of Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) 0 to 1 Year	0.56
b) 1 to 2 Year	8.13
c) 2 to 3 Year	0.57
d) 3 to 4 Year	2.20
e) 4 to 5 Year	0.55
f) 5 to 6 Year	0.56
g) 6 Year onwards	31.53

B Leave encashment
Economic Assumptions (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumptions		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
i) Retirement Age (Years)	60 Years	60 Years	
ii) Mortality rates inclusive of provision for disability **	100 % of IALM (2012 - 14)	100 % of IALM (2012 - 14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	
Up to 30 Years	3.00%	3.00%	
From 31 to 44 years	2.00%	2.00%	
Above 44 years	1.00%	1.00%	
iv) Leave			
Leave Availment Rate	2.50%	-	
Leave Lapse rate while in service	Nil	-	
Leave Lapse rate on exit	Nil	-	
Leave encashment Rate while in service	Nil	-	
1 Assets / Liability			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
A Present value of obligation	34.02	46.74	
B Fair value of plan assets	-	-	
C Net assets / (liability) recognized in balance sheet as provision	(34.02)	(46.74)	
Date Ending			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
Present value of obligation as at the end of the period	34.02	46.74	
2 Service Cost			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Current Service Cost	4.37	4.52	
b) Past Service Cost including curtailment Gains/Losses	-	-	
c) Gains or Losses on Non routine settlements	-	-	
d) Total Service Cost	4.37	4.52	
3 Net Interest Cost			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Interest Cost on Defined Benefit Obligation	3.44	3.76	
b) Interest Income on Plan Assets	-	-	
c) Net Interest Cost (Income)	3.44	3.76	
4 Table showing Change in Benefit Obligation			
		(₹ in Lakhs)	
Particulars	As at March 31, 2023	As at March 31, 2022	
a) Present value of obligation as at the beginning of the period	46.74	53.56	
b) Acquisition adjustment	-	-	
c) Interest Cost	3.44	3.76	
d) Service Cost	4.37	4.52	
e) Past Service Cost including curtailment Gains/Losses	-	-	
f) Benefits Paid	(12.49)	(6.87)	
g) Total Actuarial (Gain)/Loss on Obligation	(8.05)	(8.24)	
h) Present value of obligation as at the End of the period	34.02	46.74	

5	Actuarial Gain/Loss on Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
	b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(0.42)	(2.00)
	c) Actuarial (Gain)/Loss on arising from Experience Adjustment	(7.63)	(6.24)
6	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	-	-
	b) Actual Income on Plan Asset	-	-
	c) Actuarial gain/(loss) for the year on Asset	-	-
7	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	34.02	46.74
	b) Fair value of plan assets	-	-
	c) Unfunded Liability/provision in Balance Sheet	(34.02)	(46.74)
8	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	4.37	4.52
	b) Net Interest Cost	3.44	3.76
	c) Net actuarial (gain) / loss recognized in the period	(8.05)	(8.24)
	d) Expense recognized in the Income Statement	(0.23)	0.05
9	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	-	-
	b) Actual return on plan assets	-	-
	c) Employer contribution	-	-
	d) Benefits paid	-	-
	e) Fair value of plan assets at the end of the period	-	-
10	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-
11	Change in Net Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net defined benefit liability at the start of the period	46.74	53.56
	b) Acquisition adjustment	-	-
	c) Total Service Cost	4.37	4.52
	d) Net Interest cost (Income)	3.44	3.76
	e) Re-measurements	(8.05)	(8.24)
	f) Contribution paid to the Fund	-	-
	g) Benefit paid directly by the enterprise	(12.49)	(6.87)
	h) Net defined benefit liability at the end of the period	34.02	46.74

12 Bifurcation of PBO at the end of year in current and non-current (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current liability (Amount due within one year)	0.45	0.65
b) Non-Current liability (Amount due over one year)	33.57	46.09
c) Total PBO at the end of year	34.02	46.74

13 Expected contribution for the next Annual reporting period (₹ in Lakhs)

Particulars	As at March 31, 2023
a) Service Cost	5.55
b) Net Interest Cost	2.54
c) Expected Expense for the next annual reporting period	8.10

14 Sensitivity Analysis of the defined benefit obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) Impact of the change in discount rate	
Present Value of Obligation at the end of the period	34.02
a) Impact due to increase of 0.50%	(1.74)
b) Impact due to decrease of 0.50 %	1.91
b) Impact of the change in salary increase	
Present Value of Obligation at the end of the period	34.02
a) Impact due to increase of 0.50%	1.84
b) Impact due to decrease of 0.50 %	(1.72)

15 Maturity Profile of Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2023
a) 0 to 1 Year	0.45
b) 1 to 2 Year	4.33
c) 2 to 3 Year	0.50
d) 3 to 4 Year	1.72
e) 4 to 5 Year	0.46
f) 5 to 6 Year	0.46
g) 6 Year onwards	26.10

32. Retention and Earnest money deposit amounting to ₹ 28.58 Lakhs (previous year ₹ 28.58 Lakhs) is outstanding for recovery from various parties since long. However, the management is hopeful to recover this amount and no provision has been considered at present.

33. Security Deposit amounting to ₹ 39.60 Lakhs (previous year ₹ 4.10 Lakhs), Out of the above ₹ 4.00 Lakhs is outstanding for recovery / adjustment since 2012. However, the management is hopeful to recover this amount and no provision has been considered at present.

34. In the opinion of the Management and to the best of their knowledge and believe, the value on realization of current assets, Loan & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.

35. Balance of Trade Receivable / Payable Loans / Advances are subject to confirmation.

36. FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analyses in the following sections relate to the position as at March 31, 2023 and March 31, 2022.

i. Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Particulars of un-hedged foreign currency exposures as at the Balance Sheet date are NIL (previous year NIL). Hence, no further disclosure is required under this section.

ii. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company is not exposed to any interest rate risk as there is no long term borrowing in the company. Hence, no disclosure is required under this section.

b) Price Risk

The company is not exposed to any price risk as there is no investment in equities outside the group and the company doesn't deal in commodities.

c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Gross Carrying Amount	Carrying amount net of impairment provision	Gross Carrying Amount	Carrying amount net of impairment provision
Retention Money	28.58	28.58	28.58	28.58
Security deposits	39.60	39.60	4.10	4.10
Advances recoverable in cash or kind	57.76	57.76	57.76	57.76

d) Liquidity Risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:-

(₹ in Lakhs)

As at March 31, 2023	Less than 3 Months	3 to 6 Months	6 to 12 Months	12 Months to 3 Years	Total
Borrowings	77.21	31.86	65.96	94.98	270.01
Trade payables	4.56	-	-	-	4.56
Employee benefit expenses payable	29.97	-	-	-	29.97
Other payable	1.79	-	-	-	1.79

(₹ in Lakhs)

As at March 31, 2022	Less than 3 Months	3 to 6 Months	6 to 12 Months	12 Months to 3 Years	Total
Borrowings	28.54	29.11	60.35	224.00	342.00
Trade payables	3.28	-	-	-	3.28
Employee benefit expenses payable	19.87	-	-	-	19.87
Other payable	1.54	-	-	-	1.54

37. CAPITAL MANAGEMENT**a. Risk Management**

The group's objectives when managing capital are:-

- i) Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares.

38. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
Retention Money	-	-	28.58	-	-	28.58
Advances recoverable in cash or kind	-	-	57.76	-	-	57.76
Trade Receivables	-	-	402.88	-	-	465.99
Cash and Cash Equivalents	-	-	32.19	-	-	22.64
Security Deposits	-	-	39.60	-	-	4.10
Total Financial Assets	-	-	561.01	-	-	579.07
Financial Liabilities						
Borrowings	-	-	270.01	-	-	342.00
Trade payables	-	-	4.56	-	-	3.28
Other Financial Liabilities	-	-	31.76	-	-	21.41
Total Financial Liabilities	-	-	306.33	-	-	366.69

i. Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

(₹ in Lakhs)

Particulars	Carrying amount As at March 31, 2023	Fair value		
		Level 1	Level 2	Level 3
Financial Assets at Amortised cost:				
Security Deposits	39.60	-	-	39.60
Others	521.41	-	-	521.41
Total	561.01	-	-	561.01
Financial Liabilities at Amortised cost:				
Borrowings	270.01	-	-	270.01
Others	36.32	-	-	36.32
Total	306.33	-	-	306.33

(₹ in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2022	Level 1	Level 2	Level 3
Financial Assets at Amortised cost:				
Security Deposits	4.10	-	-	4.10
Others	574.97	-	-	574.97
Total	579.07	-	-	579.07
Financial Liabilities at Amortised cost:				
Borrowings	342.00	-	-	342.00
Others	24.69	-	-	24.69
Total	366.69	-	-	366.69

ii. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

39. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	0.97	1.02	Due to decrease in current liability resulting in significant impact
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	3.82	4.84	Due to increase in loan resulting in significant impact
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	0.66	2.91	Due to increase in loan & service of interest thereon resulting in significant impact
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	60.10%	112.57%	reduction in expenditure and receipt of interest on income tax refund resulting into significant impact
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	2.23	1.77	The change in ratio is less than 25%
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	64.07	0.74	Due to repayment of outstanding resulting into major impact
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	(465.68)	(3.28)	Due to decrease in current liability resulting in significant impact
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	8.41%	18.76%	Due to lesser revenue resulting into major impact
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	24.08%	32.38%	Due to lesser revenue resulting into major impact
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

40. In F.Y 2011-12, PF Deposit systems were shifted to online mode from Manual submission mode. During March'12 & April'12, Company has deposited the Employee's Contribution as well as its own contribution in EPFO but due to some technical issues those contributions were not reflected in the respective employees EPFO accounts. Company raised the matter continuously with the EPFO authorities, as a result during financial year 2018-19, PF authorities returned the amount pertaining to above said period to company with stipulation that the company will redeposit the amount in respective employee's EPFO A/c.

Further, the Company has created the liability in its books of account against the amount of EPF received from PF authority and redeposited the contribution to the extent it can trace the retrenched employees. In addition to above, there is Contribution amounting to ₹ 2.44 Lakhs which is still pending to deposit on account of non-traceability of past employees.

41. The Company Assessment for A.Y. 2011-12 to A.Y. 2016-17 u/s 153(A) and A.Y. 2017-18 u/s 143(3) has been completed during the previous year 2018-19. The company has filed the appeal with Commissioner Appeal for A.Y. 2012-13, A.Y. 2013-14, A.Y. 2014-15 & A.Y. 2017-18 against the impugned order of the Deputy Commissioner of Income Tax passed u/s 153(A) of the Income Tax Act. The CIT appeal had passed the order dated 30.04.2019 in favour of the company, the refund for the A.Y. 2014-15 had been received. During the FY 2022-23 company received refund order for AY 2011-12 and AY 2016-17, now only ₹ 5.55 Lakhs is outstanding in TDS amount pertaining to previous years on or before AY 2016-17. TDS receivable amount pertaining to these assessment years are not adjusted by the company in the books of accounts.

42. OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
 - (ii) The Company does not have any transactions with companies struck off.
 - (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
 - (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
 - (v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
 - (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
 - (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
43. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 04, 2023.
44. Previous year's figures have been regrouped / reclassified wherever necessary.

Signed in terms of our report of even date

For KRA & Associates
Chartered Accountants
FRN No: 002352N

Vikas Goel
Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 04, 2023

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
Director
DIN: 00322834

Puneet Anand
Director
DIN: 09595084

ANNUAL REPORT
OF



BG WIND POWER LIMITED

CIN : U40300DL2014PLC272660

Corporate Information

BOARD OF DIRECTORS

Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Mr. Puneet Anand
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Mr. Naveen Kumar Vaid, Company Secretary
Mr. Rahul Sharma, CFO

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

BANKERS

Axis Bank Limited
HDFC Bank Limited
IndusInd Bank

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers,
A-12, Sector-1,
Noida - 201 301 (U. P.)

CIN: U40300DL2014PLC272660

Directors' Report

for the Financial Year 2022-23

Dear Members,

Your Directors have pleasure in presenting their Ninth (9th) Annual Report together with the Audited Financial Statement for the Financial Year ended March 31, 2023.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

(Amount in ₹ Millions)

Particulars	2022-23	2021-22
Total Revenue	79.83	42.66
Less: Total Expenses	183.49	148.64
Profit/(Loss) Before Tax	(103.64)	(105.98)
Less: Tax Expenses	-	-
Profit/ (Loss) after Tax	(103.64)	(105.98)
Other Comprehensive Income	0.14	(0.03)
Total Comprehensive Income for the year	(103.50)	(106.00)
Earnings Per share Basic/ Diluted in ₹	(4.70)	(4.81)

2. STATEMENT OF COMPANY AFFAIRS

20 MW WIND POWER PROJECT IN DISTT. JAISALMER, RAJASTHAN

Your company is engaged in the generation of wind power from its 20 MW wind power project located at site Dangri, Distt Jaisalmer, Rajasthan.

During the current financial year 2022-23, the company reported revenue from operations of ₹ 79.83 Million as compared to ₹ 42.55 Million in the previous financial year.

During the year, effective 1st April' 2022, the Company has recognised revenue @2.44/- kwh based on the RRECL approval approving the change of mode of sale of power to captive use, which also referred the decision taken by the Co-ordination committee in its meeting held on 31st December 2021 for adjustment of power injected after expiry of PPA till change of mode.

Due to above, the differential amount of ₹ 437.52 lacs from ₹ 3.14/kwh to ₹ 2.44/kwh recognised from 01 April 2019 to 31 March 2022 and GBI recognised for the above period has also been reversed during the year and charged to the statement of Profit and loss.

The Company suffered loss of ₹ 103.64 million in the financial year 2022-23 as against loss of ₹ 105.98 million during the previous financial year.

The generation during the current financial year 2022-23 is 10.57 MUs as compared to 10.60 MUs in the previous year.

W.e.f. 6th April 2023, your company ceases to be the subsidiary of M/s Bhilwara Energy Limited and become wholly owned subsidiary of M/s RSWM Limited.

3. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

W.e.f. 1st June 2023, the company started supplying power

generated from its wind project to M/s RSWM Limited under long term power purchase agreement under captive mechanism.

4. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

5. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. The Audit Committee reviews financial statements along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

6. PERSONNEL

(a) Industrial Relation

The Company has not employed any employee at project site since comprehensive operation and maintenance was given to third party on long term basis. However, the Industrial Relations during the period under review remained cordial without any untoward incidents.

(b) Particulars of Employees

The information as required under section 197 (12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **Annexure I**.

7. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2023.

8. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as mention under section 135 of the Companies Act, 2013 for making investment in CSR Activities. So, the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

9. SHARE CAPITAL

(a) Issue of equity shares with differential rights

During the financial year 2022-23, no equity shares have been issued with differential rights.

(b) Issue of sweat equity shares

During the financial year 2022-23, no sweat equity shares which have been issued.

(c) Issue of employee stock options

During the financial year 2022-23, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2022-23 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

10. RESERVES

No amount was required to be transferred to Reserve.

11. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There is no significant and material order passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required to be disclosed pursuant to the provisions of section 134 (3) (m) of the Companies Act, 2013 read with the Rules, 8(3) of the Companies (Accounts) Rule, 2014 is given as **Annexure II** forming part of this report.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

• DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

Pursuant to the provisions of Companies Act, 2013 Mr. Om Prakash Ajmera (DIN: 00322834) and Mr. Puneet Anand (DIN: 09595084) Directors shall retire by rotation in the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

The Board recommends their reappointment.

DURING THE FINANCIAL YEAR 2022-23, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP'S

• DIRECTORS RETIRE BY ROTATION

During the year, Mr. Rishabh Jhunjhunwala (DIN: 03104458) Director and Mr. Om Prakash Ajmera (DIN: 00322834) Director retired by rotation at the 8th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 8th Annual General Meeting of the Company held on 30th September, 2022.

• APPOINTMENT OF MR. PUNEET ANAND AS A DIRECTOR

Mr. Puneet Anand (DIN: 09595084) who was appointed as an additional director by the Board on 28.07.2022 was regularized as Director by the members in the 8th Annual General Meeting of the Company held on 30th September, 2022.

• APPOINTMENT OF COMPANY SECRETARY

Mr. Naveen Kumar Vaid was appointed as Company Secretary of the Company w.e.f. from 07th May, 2022 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that declarations under section 149(7) of the Companies Act, 2013 have been taken from the Independent Director/s at the beginning of the financial year confirming that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPS)

In accordance with the provisions of Section 2 (51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

- a) Mr. Naveen Kumar Vaid, Company Secretary
- b) Ms. Poonam Gupta, Manager
- c) Mr. Rahul Sharma, Chief Financial Officer (CFO)

14. MEETINGS

(I) MEETINGS OF BOARD

The Board of Directors met Five (5) times during the financial year 2022-23. The Meetings of the Board were held on 7th May, 2022, 11th May, 2022, 28th July, 2022, 28th October, 2022 and 31st January, 2023.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The Composition & Attendance of the meetings held in the financial year 2022-23 is as below:

COMPOSITION & ATTENDANCE OF BOARD

S. No.	Name of Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Rishabh Jhunjhunwala	Non-Executive Director	5	4
2	Mr. Om Prakash Ajmera	Non-Executive Director	5	5
3	Mr. Vimal Banka	Non-Executive Director	2	2
4	Ms. Niharika Bindra	Non-Executive Director (Independent Director)	5	3
5	Mr. Pradeep Agarwal	Non-Executive Director (Independent Director)	5	5
6	Mr. Puneet Anand	Non-Executive Director	3	3

(II) AUDIT COMMITTEE

During the financial year 2022-23, the Audit Committee reviewed the Company's financial results, Internal Control Systems and Risk. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2022-23.

Majority of the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors and Senior Executives of the Company were invited to attend the meetings of the Committee. The Company Secretary acts as the Secretary of the Committee.

During the financial year 2022-23, Four (4) Audit Committee Meetings were held on 11th May, 2022, 28th July, 2022, 28th October, 2022 and 31st January, 2023.

The Composition & Attendance of the Audit Committee meetings held in the financial year 2022-23 is as below:

COMPOSITION & ATTENDANCE OF THE AUDIT COMMITTEE MEETING HELD DURING THE YEAR:

S. No.	Name of Member	Designation	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Om Prakash Ajmera	Chairman & Member	4	4
2	Ms. Niharika Bindra	Member	4	3
3	Mr. Pradeep Agarwal	Member	4	4

The Company Secretary acts as the Secretary of the Committee.

(III) NOMINATION & REMUNERATION COMMITTEE MEETING

During the financial year 2022-23, one Nomination & Remuneration Committee Meeting was held on 07th May, 2022.

The Current Composition of the Committee is as under:

S. No.	Name of Member	Designation	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Om Prakash Ajmera	Chairman & Member	1	1
2	Mr. Rishabh Jhunjhunwala	Member	1	1
3	Ms. Niharika Bindra	Member	1	0
4	Mr. Pradeep Agarwal	Member	1	1

(D) INDEPENDENT DIRECTORS MEETING

During the year under review, One Independent Director Meeting was held on 31st January, 2023. Independent Directors met without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and

timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(E) MEETING OF MEMBERS

The 8th Annual General Meeting of the company was held on 30th September, 2022.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY

All the related party transactions entered into during the financial year were on arm's length basis and were in the ordinary course of business. Your Company has not entered into any transaction with related parties which could be considered material in terms of section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under section 134(3)(h) of the Companies Act, 2013 in form AOC-2 is not applicable.

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not given any loan and guarantee and made any investment under section 186 of the Companies Act, 2013.

17. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

18. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

19. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the Companies Act, 2013 the Board of Directors on the recommendation of the Nomination and Remuneration Committee has framed a policy for the appointment of directors and Senior Management of the Company and their remuneration. The Policy forms part of this Board Report as **Annexure III**.

20. STATUTORY AUDITORS

At the Annual General Meeting held on 29th September, 2020 **M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N)**, were re-appointed as the statutory auditors of the Company to hold office for a period of 5 consecutive years from the conclusion of the 6th (Sixth) Annual General Meeting of the Company till the conclusion of 11th (Eleventh) Annual General Meeting to be held in the Calendar Year 2025.

Further the Auditors have confirmed their eligibility u/s 141 of Companies Act, 2013 and the rules made there under. The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

21. REPORTING OF FRAUD BY AUDITOR

During the year under review, the statutory Auditor had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

22. AUDITORS' REMARK

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors' Report does not contain any qualification, reservation or adverse remarks. However, there is one emphasis of matter in the Auditors' Report and the Auditors' opinion is not modified in that regard.

23. WEB LINK OF ANNUAL RETURN

The Company doesn't having any website. Therefore, no need of publication of Annual Return.

24. WHISTLE BLOWER POLICY / VIGIL MECHANISM

Your Board Reports the members that with the objective of pursuing the business in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior and to encourage and protect the employees who wish to raise and report their genuine concerns about any unethical behavior actual or suspected fraud or violation of Company's Code of Conduct, the Company on the recommendation of the Audit Committee has adopted a Whistle Blower Policy. The policy adopted by the Company contains a framework whereby the identity of complainant is not disclosed.

25. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- iii. that the proper and sufficient care has been taken for the maintenance of adequate accounting records

in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- iv. that the annual financial statement has been prepared on a going concern basis;
- v. that the Company had laid down internal financial controls to be followed by the company and that such internal financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. GENERAL DISCLOSURE

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2022-23.

- There was no change in the name of the Company and its nature of business since last year.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2022-23.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by the Institute of Company Secretaries of India (ICSI) from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.
- The Company has made the necessary disclosure as per rule 8(5) of companies' accounts rules 2014.

27. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

**For and on behalf of the Board of Directors
BG Wind Power Limited**

Om Prakash Ajmera
Director
DIN: 00322834

Puneet Anand
Director
DIN: 09595084

Place: Noida
Date: August 04, 2023

ANNEXURE I TO DIRECTOR'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

BG WIND POWER LIMITED

ANNEXURE 1

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (In yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Rahul sharma	Executive Accounts	7.70 Lakhs	MBA(Finance)	17 Years	36	14th April, 2017	Bhilwara Energy Ltd	NIL	Permanent	NO
2	Mr. Naveen Kumar Vaid*	Company Secretary	4.87 Lakhs	B.Com(H), ACS	8 Years	36	07th May, 2022	Track Casting India Pvt. Ltd.	NIL	Permanent	NO
3	Ms. Poonam Gupta	Manager (Manager as per Sec (2)53 of the Co. Act, 2013)	0.45 Lakhs	MBA	17 Years	38	07th June, 2007	India Infoline Ltd	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

NOTE:

*Mr. Naveen Kumar Vaid appointed as Company Secretary w.e.f. 07.05.2022.

ANNEXURE II TO DIRECTOR'S REPORT

BG WIND POWER LIMITED

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy NIL

(b) Technology Absorption

The Technology for Wind Power Project has been provided by AMSC Austria-subsiary of USA based American Superconductors Corporation (AMSC) a well-known Company in field of Wind Energy, through their business partners in India, who are acting as the EPC cum Project Developer. Our team has been extensively involved during all the phases of manufacturing, quality control, micrositing, erection and commissioning.

The operations of Wind Power plant is monitored through SCADA, for which suitable training has been provided to our staff through site visits and live generation system.

(c) Foreign Exchange Earnings and Outgo

	31/03/2023	31/03/2022
Foreign exchange Earnings	NIL	NIL
Foreign exchange Expenditure	NIL	NIL

ANNEXURE III TO DIRECTORS REPORT

BG WIND POWER LIMITED

NOMINATION & REMUNERATION POLICY

1. **OBJECTIVE**

The Key Objectives of the Committee would be:

- a) to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. **DEFINITIONS**

(a) **Key Managerial Personnel:** Key Managerial Personnel means

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer;
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

(b) **Senior Management:** Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. **ROLE OF COMMITTEE**

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance.
- iv. to recommend to the Board on:
 - a. Policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - b. Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an
- vi. Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vii. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- viii. to devise a policy on Board diversity;
- ix. to develop a succession plan for the Board and to regularly review the plan;

4. **MEMBERSHIP**

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. **CHAIRMAN**

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6) **FREQUENCY OF MEETINGS**

The meeting of the Committee shall be held at such regular intervals as may be required.

7) COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8) SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9) VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10) NOMINATION DUTIES OF COMMITTEE

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11) REMUNERATION DUTIES OF COMMITTEE

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12) MINUTES OF COMMITTEE MEETING

Proceedings of all meetings shall be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meetings.

Independent Auditors' Report

To the Members of BG Wind Power Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **BG Wind Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to 'Note-36' to the accompanying statement, Pending execution of the renewal of PPA expired on March 31, 2019, till previous year, the Company has recognised revenue @3.14/kwh (previous PPA@3.69/kwh) based on the order issued by RERC vide its third amendment regulation dated 5th March 2019 for execution of the PPA to DISCOM for entire balance project life. The Company also recognized GBI at applicable rate @50 Paise/kwh. The Company has filed writ petition with Rajasthan High Court at Jaipur in this regard, which is still sub-judice.

During the year, effective 1st April'2022, the Company has recognised revenue @2.44/- kwh based on the RRECL letter approving the change of mode of sale of power of the project from REC Mechanism to captive use, which also referred the decision taken by the Co-ordination committee in its meeting held on 31 December 2021 for adjustment of power injected after expiry of PPA till change of mode.

Due to above, the differential amount of ₹ 437.52 Lakhs From 3.14/kwh to 2.44/kwh recognised from 01 April 2019 to 31 March

2022 and GBI recognised for the above period has also been reversed during the year and charged to the statement of Profit and loss.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about

whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical

requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and according to the information and explanation given to us the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations as confirmed by the Management; therefore, there is no impact on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 35(vii) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the note 35(viii) to the Standalone Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity(ies).

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner

Membership No. 511239

UDIN: 23511239BGZEDP9596

Place: Noida, U.P.

Date: May 05, 2023

ANNEXURE 'A' TO AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is

reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.

(c) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2023.

(d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.

(e) As per the details and information shared with us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

iii. (a) According to the information and explanation given to us and the records examined by us, the company is not having any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.

iv. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered by section 189 of the Companies Act, 2013. Accordingly, clauses 3(iii) (a) to (f) are not applicable.

v. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.

vi. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

vii. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2023.

(b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.

- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- ix. (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year. However the payment of principle and interest amount for FY 2021-22 has been deferred with the approval of lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The Company do not have any subsidiary, associate or joint venture. Hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company do not have any subsidiary, associate or joint venture. Hence, reporting under clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- xiv. As per explanation given to us the requirement of internal audit is not applicable to the company. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
- The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses of Rs 293 Lakhs during the financial year covered by our audit and Rs 316.42 Lakhs in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The company is not having any obligation under section 135 of the Companies Act'2013 Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 23511239BGZEDP9596

Place: Noida, U.P.
Date: May 05, 2023

Annexure B to the Independent Auditor's Report to the Members of BG Wind Power Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial

reporting of **BG Wind Power Limited** ("the Company") as of 31st March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 23511239BGZEDP9596

Place: Noida, U.P.
Date: May 05, 2023

Balance Sheet

as at March 31, 2023

		(₹ in Lakhs)	
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
I ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	3	4,976.20	5,719.55
(b) Financial Assets			
(i) Loans	4	8.20	10.99
(c) Other Non-Current Assets	7	29.70	32.04
		5,014.10	5,762.58
(2) Current Assets			
(a) Financial Assets			
(i) Loans	4	-	1.60
(ii) Cash and cash equivalents	5	13.09	2.92
(iii) Other Financial Assets	6	1,199.04	1,396.03
(c) Other Current Assets	7	31.87	224.91
		1,244.00	1,625.46
Total Assets		6,258.10	7,388.04
II EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital	8	2,205.00	2,205.00
(b) Other Equity	9	(6,193.76)	(5,158.74)
		(3,988.76)	(2,953.74)
(2) Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	10	5,708.72	6,498.30
(b) Provisions	14	2.94	4.48
		5,711.66	6,502.78
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	10	4,112.95	3,213.83
(ii) Trade Payables	11		
- Total outstanding dues of micro enterprises and small enterprises		0.73	1.42
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	-
(iii) Other Financial Liabilities	12	394.42	565.15
(b) Other Current Liabilities	13	27.01	58.45
(c) Provisions	14	0.09	0.15
		4,535.20	3,839.00
Total Equity and Liabilities		6,258.10	7,388.04
Significant Accounting Policies	2		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 05, 2023

For and on behalf of the Board of Directors of
BG Wind Power Limited

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Puneet Anand
Director
DIN: 09595084

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

Statement of Profit & Loss

for the Year Ended March 31, 2023

(₹ in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
i Revenue From Operations	15	798.25	425.45
ii Other Income	16	0.30	1.19
iii Total Income		798.55	426.64
iv Expenses			
Employee Benefits Expense	17	14.47	14.58
Finance Costs	18	584.64	688.24
Depreciation and amortization expense	19	743.35	743.36
Other Expenses	20	492.44	40.24
v Total Expenses		1,834.90	1,486.42
vi Profit/(Loss) before tax		(1,036.35)	(1,059.78)
vii Tax Expense	21		
Current Tax		-	-
viii Profit/(Loss) for the year		(1,036.35)	(1,059.78)
ix Other Comprehensive Income	22		
(i) Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit plans		1.36	(0.25)
x Other comprehensive income for the year		1.36	(0.25)
xi Total comprehensive income for the year (Comprising Profit/(Loss) and other comprehensive income for the year)		(1,034.99)	(1,060.03)
xii Earnings per Equity Shares	23		
(i) Basic (in ₹)		(4.70)	(4.81)
(ii) Diluted (in ₹)		(4.70)	(4.81)
Significant Accounting Policies	2		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 05, 2023

For and on behalf of the Board of Directors of
BG Wind Power Limited

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Puneet Anand
Director
DIN: 09595084

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

Statement of Changes in Equity

for the Year Ended March 31, 2023

a. Equity Share Capital

1 Current reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance as at April 1, 2022	2,20,50,000	2,205.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2023	2,20,50,000	2,205.00

2 Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance as at April 1, 2021	2,20,50,000	2,205.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	2,20,50,000	2,205.00

b. Other Equity

1 Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2022	589.07	-	(5,747.81)	(5,158.74)
Profit/(Loss) for the year	-	-	(1,036.35)	(1,036.35)
Round off Adjustment	-	-	(0.03)	(0.03)
Other comprehensive income during the year	-	-	1.36	1.36
Total	-	-	(1,035.02)	(1,035.02)
Balance as at March 31, 2023	589.07	-	(6,782.83)	(6,193.76)

2 Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2021	589.07	-	(4,687.78)	(4,098.71)
Profit/(Loss) for the year	-	-	(1,059.78)	(1,059.78)
Other comprehensive income during the year	-	-	(0.25)	(0.25)
Total	-	-	(1,060.03)	(1,060.03)
Balance as at March 31, 2022	589.07	-	(5,747.81)	(5,158.74)

Significant Accounting Policies

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 05, 2023

For and on behalf of the Board of Directors of
BG Wind Power Limited

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Puneet Anand
Director
DIN: 09595084

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

Cash Flow Statement

for the Year Ended March 31, 2023

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	(1,036.35)	(1,059.78)
Depreciation of Property Plant and Equipment	743.35	743.36
Provision for gratuity and compensated absences	(0.25)	0.43
(Profit)/ loss on disposal of Property, plant and equipment	-	(0.01)
Finance Cost	550.47	580.45
Liability No Longer Required	(0.25)	(1.15)
Deferred Interest	34.17	107.79
Claim for generation loss / machine availability	558.64	65.00
Interest Income	(0.01)	(0.03)
Operating Profit/(loss) before Working Capital changes	849.77	436.06
(Increase) / Decrease in loan (financial assets)	4.38	(2.98)
(Increase) / Decrease in other financial assets	2.34	2.34
(Increase) / Decrease in other current assets	(361.65)	(495.52)
(Increase) / Decrease in other current financial assets	193.04	-
Increase / (Decrease) in other financial liabilities	(1,074.03)	0.04
Increase / (Decrease) in long term provisions	0.06	(0.57)
Increase / (Decrease) in short term provisions	(0.06)	0.01
Increase / (Decrease) in other short term financial Liabilities	(721.20)	(59.35)
Increase / (Decrease) in other current liabilities	(31.88)	32.40
	(1,139.23)	(87.57)
Refund of Income Tax / Tds	-	-
Net cash flow (used) in/ from Operating Activities	(1,139.23)	(87.57)
B. Cash Flow From Investing Activities		
Interest Received	0.01	0.04
Purchase of property, plant and equipment	-	(0.84)
Proceeds from sale of property, plant and equipment	-	0.86
Net cash flow (used) in/ from Investing Activities	0.01	0.06
C. Cash Flow From Financing Activities		
(Repayment) long-term borrowings during the year	-	(25.00)
(Repayment) short-term borrowings during the year	(715.00)	78.30
Proceeds short-term borrowings during the year	1,864.39	-
Net cash (used) in/ from Financing Activities	1,149.39	53.30
Net increase/(decrease) in Cash & Cash equivalent	10.17	(34.21)
Cash & Cash equivalent at the beginning of the year	2.92	37.13
Cash & Cash equivalent at year end	13.09	2.92
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	0.38	0.29
ii) Balance with Banks :		
- In Current Accounts	12.71	2.63
Total	13.09	2.92

Significant Accounting Policies

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
BG Wind Power Limited

Mukul Marwah
Partner
Membership No. 511239

O.P. Ajmera
Director
DIN: 00322834

Puneet Anand
Director
DIN: 09595084

Place: Noida (U.P.)
Date: May 05, 2023

Rahul Sharma
Chief Financial Officer

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

Notes to the Financial Statements

for the Year Ended March 31, 2023

1. CORPORATE INFORMATION

BG Wind Power Limited (the 'company'), is a closely held public limited company incorporated on 27th October, 2014 under the Companies Act, 2013 having its Corporate office at Noida (UP). The company is in generation of wind power through 20 MW wind power project in Distt. Jaisalmer, Rajasthan. The Company has started commercial operation during the financial year 2016-17 w.e.f 24th January, 2017.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind-AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind AS.

These financial statements have been prepared under the historical cost convention on the accrual basis, the financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of Estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period.

Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

The useful lives and residual values of property, plant and equipment are determined by the management accordingly. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

c) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, net of returns or allowance, trade discount and volume rebate taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The following specific recognition criteria must also be met before revenue recognized:

Sale of Electricity

Revenue from sale of electricity is recognized on the basis of billable electricity actually transmitted to customers in terms of the Power Purchase Agreements (PPA). Such Revenue is measured at the value of the consideration received or receivable.

Revenue is taken on the basis of tariff determined by RERC based on actual energy transmitted. However PPA is not being renewed by Discom and matter is presently in High Court).

Generation Based Incentives (GBI)

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Renewable Energy Certificate (REC)

Gross proceeds from sale of Renewable Energy Certificates (RECs) are recognized when all the significant risks and rewards of ownership of RECs have been passed to the buyer, usually on delivery of the RECs at actual rate of realization.

Interest on delayed payment

Interest on overdue receivables of energy bills, and other claims, casual income etc. are accounted on grounds of prudence, as and when recovered.

Other Interest

Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend

Dividend are recognised in profit and loss only when the right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the company and the amount of dividend can be measured reliably.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

On Plant and Machineries (Wind Turbine Generator)

Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

e) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Impairment of Non-Financial Assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the company is lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Financial Instruments

Financial Assets

i. Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

ii. Subsequent Measurement

Non-derivative financial instruments

• Debt instrument at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

• Debt instrument at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and

selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind-AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL.

For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

iii. Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations.

If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

iv. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i) Preoperative Expenses:

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/ debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

j) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

k) Valuation of Inventories

Inventories are valued at lower of cost and net realizable value. Cost is determined on weighted average basis. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

l) Taxes On Income

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible

temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS-19) 'Employee Benefits'.

Provident fund

The Company is not covered under Employees Provident Fund and Miscellaneous Provisions Act, 1952 as the number of employees is less than minimum number of employees on which provident fund is mandatory.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS-19) 'Employee Benefits'. Gratuity liability is non-funded. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave Encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

n) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

o) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

p) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

q) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

s) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

t) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

3 PROPERTY, PLANT & EQUIPMENT

Tangible Assets						(₹ in Lakhs)
Particulars	Plant & machinery	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
Gross Carrying Value						
As at April 1, 2021	10,665.93	0.65	0.33	0.15	-	10,667.06
Additions	-	-	-	-	0.84	0.84
Disposals	-	-	-	0.15	0.84	0.99
As at March 31, 2022	10,665.93	0.65	0.33	-	-	10,666.91
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
As at March 31, 2023	10,665.93	0.65	0.33	-	-	10,666.91
Impairment						
As at April 1, 2021	1,000.00	-	-	-	-	1,000.00
Impairment	-	-	-	-	-	-
As at March 31, 2023	1,000.00	-	-	-	-	1,000.00
Accumulated depreciation						
As at April 1, 2021	3,203.42	0.57	0.02	0.12	-	3,204.13
Charge for the year	743.31	-	0.04	-	0.01	743.36
Disposals	-	-	-	0.12	0.01	0.13
As at March 31, 2022	3,946.73	0.57	0.06	-	-	3,947.36
Charge for the year	743.31	-	0.04	-	-	743.35
Disposals	-	-	-	-	-	-
As at March 31, 2023	4,690.04	0.57	0.10	-	-	4,690.71
Net Carrying Value						
As at March 31, 2022	5,719.20	0.08	0.27	-	-	5,719.55
As at March 31, 2023	4,975.89	0.08	0.23	-	-	4,976.20

4. LOANS

					(₹ in lakhs)
Particulars	Non-Current		Current		
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022	
Unsecured, considered good					
Security Deposits (with government department)	0.20	0.20	-	-	-
Security Deposits (SLDC-QCA Refer Note 25)	8.00	8.00	-	-	-
Loan to employees	-	2.79	-	-	1.60
	8.20	10.99	-	-	1.60

5 CASH AND CASH EQUIVALENTS

				(₹ in lakhs)
Particulars	As at		As at	
	March 31, 2023		March 31, 2022	
- Balance with banks	12.71			2.63
- Cash on hand	0.38			0.29
	13.09			2.92

6 OTHER FINANCIAL ASSETS

					(₹ in lakhs)
Particulars	Non-Current		Current		
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022	
GBI Claim receivable*	-	-	-	-	158.29
Unbilled Revenue*	-	-	1,199.04	-	1,237.74
*Refer Note No. 36	-	-	1,199.04	-	1,396.03

7 OTHER ASSETS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Considered good, unless otherwise stated				
Advance other than Capital advance	-	-	28.40	220.17
Prepaid expenses	29.70	32.04	3.06	4.74
	29.70	32.04	31.87	224.91

8 EQUITY SHARE CAPITAL

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
3,40,00,000 Equity shares of ₹ 10 each (Previous year 3,40,00,000 Equity shares of ₹ 10 each)	3,400.00	3,400.00
	3,400.00	3,400.00
Issued, subscribed and fully paid up		
2,20,50,000 Equity shares of ₹ 10 each (Previous year 2,20,50,000 Equity shares of ₹ 10 each)	2,205.00	2,205.00
	2,205.00	2,205.00

Notes:-

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	(₹ in lakhs)	No. of Shares	(₹ in lakhs)
Equity shares				
Shares outstanding at the beginning of the year	2,20,50,000	2,205.00	2,20,50,000	2,205.00
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	2,20,50,000	2,205.00	2,20,50,000	2,205.00

(b) Terms/rights attached to Equity Shares

The company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of shareholders holding more than 5% shares/shares held by the holding company in the Company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	% holding	No. of Shares	% holding
Equity shares of ₹ 10 each fully paid up held by				
Bhilwara Energy Limited (Holding Company)	2,20,50,000	100.00%	2,20,50,000	100.00%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(d) Shares held by promoter

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	Bhilwara Energy Limited	2,20,50,000	100.00%	2,20,50,000	100.00%
Total		2,20,50,000	100.00%	2,20,50,000	100.00%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

9 OTHER EQUITY

(a) Capital reserve		(₹ in lakhs)
Balances as at April 1, 2021		589.07
Add/(Less) Ind AS adjustment during the year		-
Balances as at March 31, 2022		589.07
Add/(Less) Ind AS adjustment during the year		-
Balances as at March 31, 2023		589.07
(b) Retained Earnings		
Balances as at April 1, 2021		(4,687.30)
Profit/(Loss) during the year		(1,059.78)
Balances as at March 31, 2022		(5,747.08)
Profit/(Loss) during the year		(1,036.35)
Balances as at March 31, 2023		(6,783.43)
(c) Other comprehensive income		
Balances as at April 1, 2021		(0.48)
Other comprehensive income during the year		(0.25)
Balances as at March 31, 2022		(0.73)
Other comprehensive income during the year		1.36
Balances as at March 31, 2023		0.63
Total Other Equity as at March 31, 2023		(6,193.73)

Nature and Description of Reserve :

(i) Capital Reserve:-

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend and other distribution made to shareholders.

10 BORROWINGS

(₹ in lakhs)				
Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Term Loan from others*				
Purvi Vanijya Niyojan Limited	3,225.00	3,440.00	215.00	430.00
Raghav Commercial Limited	2,137.50	2,280.00	142.50	285.00
Unsecured Borrowings				
From other party loan				
Deffered Payment Loan - (Supplier Credit) (Refer Note No. 37)	-	466.25	-	641.94
Loans From Holding Company				
Loan from holding company interest free**	346.22	312.05	3,755.45	1,856.89
	5,708.72	6,498.30	4,112.95	3,213.83
The above amount includes				
Secured borrowings	5,720.00	6,435.00		
Unsecured borrowings	4,101.67	3,277.13		
	9,821.67	9,712.13		

Outstanding as on March 31, 2023

(₹ in Lakhs)						
Name of lender	Carrying Value	FY 2023-24	FY 2024-25	FY 2025-26	FY 2026-27	FY 2026-35
*Term Loan from others						
Purvi Vanijya Niyojan Limited	3,440.00	215.00	215.00	215.00	215.00	2,580.00
Raghav Commercial Limited	2,280.00	142.50	142.50	142.50	142.50	1,710.00
No. of Installments - 64						
	5,720.00	357.50	357.50	357.50	357.50	4,290.00

(i) Purvi Vanijya Niyojan Limited

The Company has taken Rupee Term Loan of ₹ 4,300.00 Lakhs from Purvi Vanijya Niyojan Limited for its 20 MW Wind Power Project. Which is repayable in 64 structured quarterly installments starting from 30 June 2019. As at March 31, 2023 outstanding loan is ₹ 3,440.00 Lakhs. The loan carries interest @08.95% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

(ii) Raghav Commercial Limited

The Company has taken Rupee Term Loan of ₹ 2,850.00 Lakhs from Raghav Commercial Limited for its 20 MW Wind Power Project. Which is repayable in 64 structured quarterly installments starting from 30 June, 2019. As at March 31, 2023 outstanding loan is ₹ 2,280.00 Lakhs. The loan carries interest @08.95% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

****Loan from holding company**

During the financial year 2017-2018 the company has taken interest free loan from Holding Company, which is given against the clause mentioned in sanction letter of loan taken from third party. In accordance with Ind AS -109, Financial Instruments the company has recognised the financial liability at fair value on initial recognition. The difference between the loan amount and fair value is shown under the Capital Reserve in Other Equity under Note No.-9(a).

11 TRADE PAYABLES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises*	0.73	1.42
Total outstanding dues of trade payable other than micro enterprises and small enterprises	-	-
	0.73	1.42

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	(₹ in lakhs)	
	As at March 31, 2023	As at March 31, 2022
The principal amount remaining unpaid to any supplier as at the end of the year	0.73	1.42
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2023 is as follows:

Particulars	Not Due	Outstanding for following periods from due date				
		Less than 6 months	6 months - 1 year	1-2 years	More than 3 years	Total
Trade payable						
MSME	0.73	-	-	-	-	0.73
Others	-	-	-	-	-	-
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	0.73	-	-	-	-	0.73

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date				
		Less than 6 months	6 months - 1 year	1-2 years	More than 3 years	Total
Trade payable						
MSME	1.42	-	-	-	-	1.42
Others	-	-	-	-	-	-
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	1.42	-	-	-	-	1.42

12 OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Interest accrued on loan received from group of company	-	522.41
Expense payables	3.46	2.38
Employee related payables	0.32	0.36
Other payables*	390.64	40.00
	394.42	565.15

*This includes amount as per settlement agreement with Inox Wind Limited & Inox Green Energy Services Ltd. dated 18 August 2022 the amount payable to Inox Wind Ltd. withheld on account of non-installation of LVRTS & towards cost of restoration of WTG amounting to ₹ 0.90 Lakhs & ₹ 300.00 Lakhs respectively.

13 OTHER LIABILITIES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Statutory dues payable	27.01	58.45
	27.01	58.45

14 PROVISIONS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits				
- Leave encashment	1.34	1.92	0.04	0.06
- Gratuity	1.60	2.56	0.05	0.09
	2.94	4.48	0.09	0.15

15 REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Revenue from operations		
- Sale of power (Refer Note No. 36)	239.61	310.11
b) Other operating revenues		
- GBI (Refer Note No. 36)	-	50.34
Claim for generation loss / machine availability (Refer Note 37)	558.64	65.00
	798.25	425.45

16 OTHER INCOME

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest income on		
- Bank deposits	0.04	-
- Others	0.26	1.19
	0.30	1.19

17 EMPLOYEE BENEFIT EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Salaries	14.45	14.56
Staff welfare expenses	0.02	0.02
	14.47	14.58

18 FINANCE COST

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Interest on:-		
- Term loan from other	550.47	580.45
- Loan from related party - Holding Company	34.17	30.80
- Deferred interest on suppliers credit (Refer Note No. 37)	-	76.99
	584.64	688.24

19 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Depreciation / Amortisation on Tangible Assets (Refer Note 3)	743.35	743.36
	743.35	743.36

20 OTHER EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Rent, Rates & Taxes	6.22	2.55
Bank charges	0.02	-
Travelling & Conveyance expenses	1.37	0.23
Communication expenses	0.01	0.02
Insurance charges	21.35	22.97
Legal & Professional charges	22.36	11.95
Printing & Stationery	0.03	-
Payment to auditor	3.56	2.51
Expected Credit Loss (Refer note no. 36)	437.52	-
NLDC Charges	-	0.01
	492.44	40.24

Notes :-
(i) Payment to satutory auditors comprise (including indirect tax): (₹ in lakhs)

Payment to auditor:	For the Year ended March 31, 2023	For the Year ended March 31, 2022
- Audit fee	2.66	1.77
- Fees for certification	0.90	0.74
- Other service expenses	-	-
	3.56	2.51

21 INCOME TAX EXPENSE (₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(a) Income tax recognised in profit and loss		
Current tax	-	-
Total Income tax expenses recognised in the current year	-	-
(b) Items on which Deferred tax asset has not been recognized*		
Unabsorbed depreciation brought/carried forward	7,842.52	6,942.99
Provision for employee benefits	3.03	4.64
Deferred Interest	-	76.99
	7,845.55	7,024.62

22 OTHER COMPREHENSIVE INCOME (₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	1.36	(0.25)
	1.36	(0.25)

23 EARNING PER SHARE (₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(a) Profit / (Loss) from total operation attributable to equity shareholders (in Lakhs)	(1,036.35)	(1,059.78)
(b) Weighted Average number of Equity Shares outstanding during the year- Basic and Diluted (in Lakhs)	220.50	220.50
Earning Per Share - Basic (₹)	(4.70)	(4.81)
Earning per share - Diluted (₹)	(4.70)	(4.81)
Face value per share (₹)	10	10

24. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

Revenue of the company is majorly from sale of power to only one customer.

25. CONTINGENT LIABILITIES AND COMMITMENTS

The company has provided a bank guarantee for ₹ 8.00 Lakhs through Manikaran Analytics Ltd. - QCA to SLDC for Deviation Settlement Mechanism (DSM) as per RERC regulation for Forecasting and scheduling.

There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard - 37 as it is not probable that an outflow of resources embodying economic benefit will be required.

26. RELATED PARTY DISCLOSURES

- a. Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i)	Bhilwara Energy Limited (BEL)	Holding Company
ii)	Malana Power Company Limited (MPCL)	Fellow Subsidiary
iii)	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
iv)	Indo Canadian Consultancy Services Limited (ICCSL)	Fellow Subsidiary
v)	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
vi)	Chango Yangthang Hydro Power Limited (CYHPL)	Fellow Subsidiary
vii)	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary
viii)	Replus Engitech Private Limited. (REPL)	Fellow Subsidiary(w.e.f 06 th March 2023)

- b. Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture

NA

- c. Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

NA

- d. Key management personnel and their relatives

- i. Mr. Rahul Sharma - CFO
- ii. Mrs. Kakoli Sengupta - Manager, Cessation on 30th April 2021
- iii. Mrs. Poonam Gupta - Manager, Cessation on 1st May 2022
- iv. Mrs. Srishti Saxena - Company Secretary, Cessation on 10th December 2021
- v. Mr. Naveen Kumar Vaid - Company Secretary, w.e.f 7th May 2022

- e. Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

NA

The following transactions were carried out with the related parties in the ordinary course of business:

Transactions and Balances at year ended	₹ in lakhs)		₹ in lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022	As at March 31, 2023	As at March 31, 2022
i) Parties referred to in item (a) above				
a) Loans & Advances received from Bhilwara Energy Limited	1,898.56	78.30	-	-
b) Repayment of Loans & Advances paid to Bhilwara Energy Limited	-	25.00	-	-
d) Amount due to Bhilwara Energy Limited	-	-	4,550.45	2,651.88
ii) Parties referred to in item (b) above	-	-	-	-
iii) Persons referred to in (c) above	-	-	-	-
iv) Persons referred to in (d) above	-	-	-	-
a) Salary of Mr. Rahul Sharma-CFO	7.70	6.87	-	-
b) Loan & Advance to Mr. Rahul Sharma-CFO	-	-	-	0.80
c) Salary of Mrs. Srishti Saxena	-	3.66	-	-
c) Salary of Mr. Naveen Kumar Vaid – CS	4.87	-	-	-
d) Salary of Mrs. Kakoli Sengupta-Manager	-	0.63	-	-
e) Salary of Mrs. Poonam Gupta-Manager	0.46	2.41	-	-
v) Parties referred to in (e) above	-	-	-	-

Compensation of Key Managerial Personnel #
(₹ in lakhs)

Particulars	As at March 31, 2023				As at March 31, 2022				
	Mr. Rahul Sharma (CFO)	Mrs. Poonam Gupta (Manager)	Mr. Naveen Kumar Vaid (CS)*	Total	Mr. Rahul Sharma (CFO)	Mrs. Poonam Gupta (Manager)	Mrs. Kakoli Sengupta (Manager)	Mrs. Srishti Saxena (CS)*	Total
Short Term Benefits	7.70	0.46	4.87	13.03	6.87	2.41	0.63	3.66	13.57
Total	7.70	0.46	4.87	13.03	6.87	2.41	0.63	3.66	13.57

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

27. EMPLOYEE BENEFITS PLAN
A. Gratuity (Unfunded)
Economic Assumptions
(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumption
(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
iii) Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 Years	1.00%	1.00%

1 Assets / Liability
(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
A Present value of obligation	1.65	2.65
B Fair value of plan assets	-	-
C Net assets / (liability) recognized in balance sheet as provision	(1.65)	(2.65)

Date Ending
(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the end of the period	1.65	2.65

2 Service Cost
(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current Service Cost	0.16	0.18
b) Past Service Cost including curtailment Gains/Losses	-	-
c) Gains or Losses on Non routine settlements	-	-
d) Total Service Cost	0.16	0.18

3 Net Interest Cost
(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Interest Cost on Defined Benefit Obligation	0.20	0.19
b) Interest Income on Plan Assets	-	-
c) Net Interest Cost (Income)	0.20	0.19

4	Change in Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present value of obligation as at the beginning of the period	2.65	2.64
	b) Acquisition adjustment	-	-
	c) Interest Cost	0.20	0.19
	d) Service Cost	0.16	0.18
	e) Past Service Cost including curtailment Gains/Losses	-	-
	f) Benefits Paid	-	(0.61)
	g) Total Actuarial (Gain)/Loss on Obligation	(1.36)	0.25
	h) Present value of obligation as at the End of the period	1.65	2.65
5	Bifurcation of Actuarial Gain/Loss on Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
	b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(0.03)	(0.16)
	c) Actuarial (Gain)/Loss on arising from Experience Adjustment	(1.33)	0.41
6	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	-	-
	b) Actual Income on Plan Asset	-	-
	c) Actuarial gain /(loss) for the year on Asset	-	-
7	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	1.65	2.65
	b) Fair value of plan assets	-	-
	c) Unfunded Liability/provision in Balance Sheet	(1.65)	(2.65)
8	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	0.16	0.18
	b) Net Interest Cost	0.20	0.19
	c) Expense recognized in the Income Statement	0.36	0.37
9	Other Comprehensive Income (OCI)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net cumulative unrecognized actuarial gain/(loss) opening	-	-
	b) Actuarial gain / (loss) for the year on PBO	1.36	(0.25)
	c) Actuarial gain /(loss) for the year on Asset	-	-
	d) Unrecognized actuarial gain/(loss) for the year	1.36	(0.25)
10	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	-	-
	b) Actual return on plan assets	-	-
	c) Employer contribution	-	-
	d) Benefits paid	-	-
	e) Fair value of plan assets at the end of the period	-	-

11	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-
12	Change in Net Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net defined benefit liability at the start of the period	2.65	2.64
	b) Acquisition adjustment	-	-
	c) Total Service Cost	0.16	0.18
	d) Net Interest cost (Income)	0.20	0.19
	e) Re-measurements	(1.36)	0.25
	f) Contribution paid to the Fund	-	-
	g) Benefit paid directly by the enterprise	-	(0.61)
	h) Net defined benefit liability at the end of the period	1.65	2.65
13	Bifurcation of PBO at the end of year in current and non-current	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Current liability (Amount due within one year)	0.05	0.09
	b) Non-Current liability (Amount due over one year)	1.60	2.56
	c) Total PBO at the end of year	1.65	2.65
14	Expected contribution for the next Annual reporting period	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) Service Cost	0.19	
	b) Net Interest Cost	0.13	
	c) Expected Expense for the next annual reporting period	0.32	
15	Sensitivity Analysis of the defined benefit obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) Impact of the change in discount rate	31-Mar-23	
	Present Value of Obligation at the end of the period	1.65	
	a) Impact due to increase of 0.50%	(0.13)	
	b) Impact due to decrease of 0.50 %	0.14	
	b) Impact of the change in salary increase		
	Present Value of Obligation at the end of the period	1.65	
	a) Impact due to increase of 0.50%	0.15	
	b) Impact due to decrease of 0.50 %	(0.13)	
16	Maturity Profile of Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) 0 to 1 Year	0.05	
	b) 1 to 2 Year	0.03	
	c) 2 to 3 Year	0.03	
	d) 3 to 4 Year	0.03	
	e) 4 to 5 Year	0.03	
	f) 5 to 6 Year	0.03	
	g) 6 Year onwards	1.44	

B. Leave Encashment (Unfunded)

Economic Assumptions (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumptions (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012 - 14)	100 % of IALM (2012 - 14)
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%
iv) Leave		
Leave Availment Rate	2.50%	-
Leave Lapse rate while in service	Nil	-
Leave Lapse rate on exit	Nil	-
Leave encashment Rate while in service	Nil	-

1 Assets / Liability (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
A Present value of obligation	1.38	1.99
B Fair value of plan assets	-	-
C Net assets / (liability) recognized in balance sheet as provision	(1.38)	(1.99)

Date Ending (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the end of the period	1.38	1.99

2 Service Cost (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current Service Cost	0.28	0.14
b) Past Service Cost including curtailment Gains/Losses	-	-
c) Gains or Losses on Non routine settlements	-	-
d) Total Service Cost	0.28	0.14

3 Net Interest Cost (₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Interest Cost on Defined Benefit Obligation	0.15	0.21
b) Interest Income on Plan Assets	-	-
c) Net Interest Cost (Income)	0.15	0.21

4	Table showing Change in Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present value of obligation as at the beginning of the period	1.99	2.98
	b) Acquisition adjustment	-	-
	c) Interest Cost	0.15	0.21
	d) Service Cost	0.28	0.14
	e) Past Service Cost including curtailment Gains/Losses	-	-
	f) Benefits Paid	-	(1.04)
	g) Total Actuarial (Gain)/Loss on Obligation	(1.04)	(0.30)
	h) Present value of obligation as at the End of the period	1.38	1.99
5	Actuarial Gain/Loss on Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
	b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(0.12)	(0.02)
	c) Actuarial (Gain)/Loss on arising from Experience Adjustment	(0.17)	(1.01)
6	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	-	-
	b) Actual Income on Plan Asset	-	-
	c) Actuarial gain /(loss) for the year on Asset	-	-
7	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	1.38	1.99
	b) Fair value of plan assets	-	-
	c) Unfunded Liability/provision in Balance Sheet	(1.38)	(1.99)
8	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	0.28	0.14
	b) Net Interest Cost	0.15	0.21
	c) Net actuarial (gain) / loss recognized in the period	(1.04)	(0.30)
	d) Expense recognized in the Income Statement	(0.61)	0.05
9	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	-	-
	b) Actual return on plan assets	-	-
	c) Employer contribution	-	-
	d) Benefits paid	-	-
	e) Fair value of plan assets at the end of the period	-	-

10	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-
11	Change in Net Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net defined benefit liability at the start of the period	1.99	2.98
	b) Acquisition adjustment	-	-
	c) Total Service Cost	0.28	0.14
	d) Net Interest cost (Income)	0.15	0.21
	e) Re-measurements	(1.04)	(0.30)
	f) Contribution paid to the Fund	-	-
	g) Benefit paid directly by the enterprise	-	(1.04)
	h) Net defined benefit liability at the end of the period	1.38	1.99
12	Bifurcation of PBO at the end of year in current and non-current	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Current liability (Amount due within one year)	0.04	0.06
	b) Non-Current liability (Amount due over one year)	1.34	1.92
	c) Total PBO at the end of year	1.38	1.99
13	Expected contribution for the next Annual reporting period	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) Service Cost	0.25	
	b) Net Interest Cost	0.10	
	c) Expected Expense for the next annual reporting period	0.35	
14	Sensitivity Analysis of the defined benefit obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) Impact of the change in discount rate	31-Mar-23	
	Present Value of Obligation at the end of the period	1.38	
	a) Impact due to increase of 0.50%	(0.11)	
	b) Impact due to decrease of 0.50 %	0.12	
	b) Impact of the change in salary increase		
	Present Value of Obligation at the end of the period	1.38	
	a) Impact due to increase of 0.50%	0.12	
	b) Impact due to decrease of 0.50 %	(0.11)	
15	Maturity Profile of Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) 0 to 1 Year	0.04	
	b) 1 to 2 Year	0.03	
	c) 2 to 3 Year	0.03	
	d) 3 to 4 Year	0.03	
	e) 4 to 5 Year	0.03	
	f) 5 to 6 Year	0.03	
	g) 6 Year onwards	1.20	

28. CAPITAL MANAGEMENT

a. Risk Management

The group's objectives when managing capital are:

- i) Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

- ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Net Debt	5,706.91	6,432.08
Total equity	(3,988.82)	(2,953.74)
Net Debt to Equity Ratio	*	*

*As on 31st March, 2023 and in previous year total equity is negative therefore net debt to equity ratio cannot be derived.

Loan Covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

29. FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:-

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings; deposits. The company is exposed to interest rate risk at variable rate on long term borrowings.

The sensitivity analyses in the following sections relate to the position as at 31 March 2023 and 31 March 2022.

i. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no transaction in foreign currency. Particulars of un-hedged foreign currency exposures as at the Balance Sheet date are NIL (previous year NIL). Hence, no further disclosure is required under this section.

ii. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Variable Rate Borrowings	5,720.00	6,435.00
Fixed Rate Borrowings	-	-
Total	5,720.00	6,435.00

iii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant.

The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on 31 March 2023 and 31 March 2022.

Particulars	(₹ in lakhs)	
	Impact on profit after tax	
	As at March 31, 2023	As at March 31, 2022
Interest Rate - increase by 25 basis points	10.32	11.61
Interest Rate - decrease by 25 basis points	(10.32)	(11.61)

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

b) Price risk

The company is not exposed to any price risk as there is no investment in equities.

c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits - (GOVT)	0.20	-	0.20	0.20	-	0.20
Security deposits - (SLDC)	8.00	-	8.00	8.00	-	8.00
Loan to employees	-	-	-	4.39	-	4.39
GBI claim receivable	-	-	-	158.29	-	158.29
Unbilled Revenue	1,199.04	-	1,199.04	1,237.74	-	1,237.74
Cash & Cash Equivalents	13.09	-	13.09	2.92	-	2.92

d) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Lakhs)

As at March 31, 2023	0-3 months	3-6 months	6-12 months	12 months to 3 years	More than 3 years	Total
Borrowings- from others	89.38	89.38	178.75	715.00	4,647.50	5,720.00
Borrowings-from other party	-	-	-	-	-	-
Loan from holding company	-	1,898.56	1,856.89	-	795.00	4,550.45
Trade payables	0.73	-	-	-	-	0.73
Expenses payables	2.90	-	0.76	0.12	-	3.78
Other payables	-	-	-	350.64	40.00	390.64
Interest accrued on loan	-	-	-	-	-	-

(₹ in Lakhs)

As at March 31, 2022	0-3 months	3-6 months	6-12 months	12 months to 3 years	More than 3 years	Total
Borrowings- from others	446.87	89.38	178.75	715.00	5,005.00	6,435.00
Borrowings-from other party	310.00	190.00	190.00	380.00	570.00	1,640.00
Loan from holding company	-	1,856.89	-	-	795.00	2,651.89
Trade payables	1.42	-	-	-	-	1.42
Expenses payables	1.62	0.26	0.76	0.10	-	2.74
Other payables	-	-	-	-	40.00	40.00
Interest accrued on loan	522.41	-	-	-	-	522.41

30. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT (₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Security deposits-(GOVT)	0.20	0.20	0.20	0.20
Security deposits-(SLDC)	8.00	8.00	8.00	8.00
Loan to employees	-	-	4.39	4.39
GBI claim receivable	-	-	158.29	158.29
Unbilled Revenue	1,199.04	1,199.04	1,237.74	1,237.74
Cash & Cash Equivalents	13.09	13.09	2.92	2.92
Total Financial Assets	1,220.33	1,220.33	1,411.54	1,411.54
Financial Liabilities				
Borrowings-from financial institutions	5,720.00	5,720.00	6,435.00	6,435.00
Borrowings-from other party	-	-	1,640.00	1,640.00
Loan to related party (from holding company)	4,101.66	4,101.66	2,168.94	2,168.94
Trade payables	0.73	0.73	1.42	1.42
Expenses payables	3.78	3.78	2.74	2.74
Other payables	390.64	390.64	40.00	40.00
Interest accrued on loan	-	-	522.41	522.41
Total Financial Liabilities	10,216.81	10,216.81	10,810.51	10,810.51

I. Fair Value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level 1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities.

Level 2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly.

Level 3 : Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

(₹ in Lakhs)

Particulars	Carrying amount As at March 31, 2023	Fair value As at March 31, 2023		
		Level 1	Level 2	Level 3
Financial assets				
Total	-	-	-	-
Financial liabilities				
Borrowings-from financial institutions	5,720.00	-	-	5,720.00
Borrowings-from other party	-	-	-	-
Loan to related party (from holding company)	4,101.66	-	-	4,101.66
Total	9,821.66	-	-	9,821.66

(₹ in Lakhs)

Particulars	Carrying amount	Fair value As at March 31, 2022		
	As at March 31, 2022	Level 1	Level 2	Level 3
Financial assets				
Total	-	-	-	-
Financial liabilities				
Borrowings-from financial institutions	6,435.00	-	-	6,435.00
Borrowings-from other party	1,640.00	-	-	1,640.00
Loan to related party (from holding company)	2,168.94	-	-	2,168.94
Total	10,243.94	-	-	10,243.94

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values:-

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

31. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	0.27	0.42	The change in ratio is less than 25%
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	4.45	4.40	The change in ratio is less than 25%
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	0.22	0.52	The change in ratio is less than 25%
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	(47.00%)	(48.06%)	Due to lesser revenue resulting into significant impact
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	-	-	The change in ratio is less than 25%
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	458.08	18.17	The change in ratio is less than 25%
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	(0.29)	(0.23)	Due to non-payment of principle and interest for the year resulting into significant impact
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	(129.83%)	(249.10%)	Due to lesser revenue resulting into major impact
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	(11.32%)	(16.85%)	Due to lesser revenue resulting into major impact
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

32. DEFERRED TAX

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset on ₹ 7,845.55 Lakhs (previous year ₹ 7,024.62 Lakhs) as on March 31, 2023.

(₹ in Lakhs)		
Particulars	As on March 31, 2023	As on March 31, 2022
Tax effects constituting deferred tax assets		
Unabsorbed Losses	1,255.43	962.43
Brought Forward Depreciation	4,958.63	4,215.28
Provision for Leave Encashment	1.38	1.99
Provision for Gratuity	1.65	2.65
Deferred Interest	-	76.99
Difference between tax base and book base of Property, plant and Equipment	1,628.46	1,765.28
Total deferred tax assets (a)	7,845.55	7,024.62
Tax effects constituting deferred tax liabilities	-	-
Total deferred tax liabilities (b)	-	-
Net Deferred Tax Asset (a-b)	7,845.55	7,024.61
Less: Valuation Allowance	(7,845.55)	(7,024.61)
Net Deferred tax assets	-	-

33. ASSETS PLEDGED AS SECURITY

The term loans are secured by a First pari-passu charge by way of mortgage on all present and future immovable properties and by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

34. OPERATING LEASES ARRANGEMENTS

Operating lease relate to lease of land (Wind farm for 20 MW) with a term of 19 years 11 months. During the financial year Company has recognize lease rent expense of ₹ 2.34 Lakhs (previous year ₹ 2.34 Lakhs).

35. OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

36. Pending execution of the renewal of PPA expired on March 31, 2019, till previous year the BGWPL has recognised revenue@ 3.14/kwh (previous PPA@3.69/kwh) based on the order issued by RERC vide its third amendment regulation dated 5th March 2019 for execution of the PPA to DISCOM for entire balance project life. GBI also taken at applicable rate@50 Paise/kwh. In the meantime, the Company has filed writ petition with Rajasthan High Court at Jaipur in this regard.

During the year, effective 1st April'2022 the BGWPL has recognised revenue @2.44/- kwh based on the change of mode of project from REC Mechanism to captive use vide letter no. Rajkaj Ref no. 3270407. Also refer to the decision taken by the Co-ordination committee in its meeting held on 31 December 2021 vide Ref No. RREC/REC/2021-22/D4818 dated 08 February 2022.

Due to change of mode from REC Mechanism to captive use, the differential of revenue from 3.14/kwh to 2.44/kwh recognise from 01 April 2019 to 31 March 2022 and GBI recognised for the above period has also been reversed during the financial year and charged to the statement of Profit and loss.

- 37.** Subsequent Event on transfer of shares to RSWM Limited. The 100% shares of the company held by Bhilwara Energy Limited has been transferred to RSWM Limited on dated 06 April 2023.
- 38.** Previous year's figures have been regrouped/reclassified wherever necessary.

As per our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 05, 2023

For and on behalf of the Board of Directors of
BG Wind Power Limited

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Puneet Anand
Director
DIN: 09595084

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

ANNUAL REPORT
OF



NJC HYDRO POWER LIMITED

CIN : U40101DL2009PLC196998

Corporate Information

BOARD OF DIRECTORS

Mr. Riju Jhunjhunwala
Mr. Rishabh Jhunjhunwala
Mr. O. P. Ajmera
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Mr. Krishna Prasad, CFO

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

INTERNAL AUDITORS

Mr. Krishna Prasad, CFO

BANKERS

HDFC Bank Limited

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (NCR - Delhi)

CIN: U40101DL2009PLC196998

Directors' Report

for the Financial Year 2022-23

Dear Members,

Your Directors have pleasure in presenting their Fourteenth (14th) Annual Report along with the Audited Financial Statement for the Financial Year ended 31st March, 2023 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial data for the current year and previous year are stated as following:

(Amt. in ₹ Lacs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Total Income	1.62	1.43
Total Expenditure	5.45	46.93
Profit/(Loss) Before Tax	(3.83)	(45.50)
Exceptional Item	9865.54	-
Taxes	-	-
Profit/(Loss) after Tax	(9869.37)	(45.50)
Other Comprehensive Income	-	-
Total Comprehensive Income for the year	(9869.37)	(45.50)
Basic EPS/Diluted EPS in ₹	(9.87)	(0.046)

The Company has not yet started its commercial activities

The Audited Financial Statements together with the Annual Reports forms part of the Annual Report. The Financial Statement of the Company has been placed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE

The company has not yet started its activities due to which no operational income was generated during the year. During the financial year 2022-23 the Company incurred a loss of ₹ 9869.37 lacs as against loss of ₹ 45.50 Lacs during the previous financial year.

The reason for increase in loss during the year is due to write-off of Capital Work-in-Progress (CWIP) including pre-operative expenses net of waiver of loan from Holding Company (Bhilwara Energy Limited and charged ₹ 9865.54 Lacs to the statement of profit & loss (shown under exceptional items) during the year except the upfront premium paid.

3. STATEMENT OF COMPANY AFFAIRS/ PROJECT STATUS AND INFORMATION

Your Company, a wholly owned subsidiary of Bhilwara Energy Limited, was having license to develop 780 MW Nyamjang Chhu Hydro Electric Project in the state of Arunachal Pradesh. However, the Project has been rendered not doable by the Wildlife Institute of India (WII) in order to protect the habitat of Black Neck Cranes. The Memorandum of Agreement by which the project was awarded was terminated by Government of Arunachal Pradesh (GoAP).

As per directions of Hon'ble Supreme Court, the company invoked arbitration proceedings.

During the year, on account of erosion of Net Worth, the Company has filed an application with Hon'ble National Company Law Tribunal (NCLT), Delhi for reduction of capital from ₹ 100 crore to ₹ 5 lac. The matter is presently pending with NCLT.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

5. SUBSIDIARIES/ ASSOCIATES/ JOINT VENTURES

The Company does not have any Subsidiary/ Associate or Joint Venture. Hence, this clause is not applicable. Accordingly, Company is not required to prepare consolidated Financial Statements and Form AOC-1 as prescribed in section 129(3) of the Companies Act, 2013.

6. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

7. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

8. PERSONNEL

(a) Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

9. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance

of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2023.

10. RESERVES

No amount was required to be transferred to Reserve.

11. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making investment in CSR Activities so the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

The Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA) with respect to 780 MW Nyamjang Chhu Hydro Electric Project. As per directions of Hon'ble Supreme Court, the company invoked the arbitration proceeding. The outcome of Arbitration will have impact on the subsidiary company's future.

Further, during the year, on account of erosion of Net Worth, the Company has filed an application with Hon'ble National Company Law Tribunal (NCLT), Delhi for reduction of capital from Rs. 100 crore to Rs. 5 lac. The matter is presently pending with NCLT.

13. SHARE CAPITAL

A) Issue of equity shares with differential rights

During the financial year 2022-23, no equity shares have been issued with differential rights.

B) Issue of sweat equity shares

During the financial year 2022-23, no sweat equity have been issued.

C) Issue of employee stock options

During the financial year 2022-23, no equity shares have been issued under employee stock option scheme/employee stock purchase scheme.

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2022-23 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL

• DIRECTORS RETIRE BY ROTATION DURING ENSUING AGM

Pursuant to the provisions of Companies Act, 2013, Mr. Riju Jhunjhunwala (DIN: 00061060) and Mr.

Rishabh Jhunjhunwala (DIN: 03104458) shall retire by rotation in the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

The Board recommends their reappointment.

DURING THE FINANCIAL YEAR 2022-23, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP's

• RETIRE BY ROTATION

During the year, Mr. Riju Jhunjhunwala (DIN: 00061060), Director and Mr. Om Prakash Ajmera (DIN: 00322834) retired by rotation at the 13th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 13th Annual General Meeting of the Company held on 27th September, 2022.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that the Company has received necessary declaration from each Independent Director/s under section 149(7) at the beginning of the financial year stating that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

- a) Mr. Ravi Gupta, Company Secretary – Resigned w.e.f. 01st May 2023
- b) Mr. Krishna Prasad, Chief Financial Officer (CFO)

16. MEETINGS OF THE BOARD

The Board of Directors met five (5) times during the financial year 2022-23. The meetings were held on 05th May, 2022, 27th July, 2022, 28th October, 2022, 31st January, 2023 and 07th February 2023 respectively.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Riju Jhunjhunwala	Director	Non-Executive Director	5	5
2	Mr. Rishabh Jhunjhunwala	Director	Non-Executive Director	5	5
3	Mr. Om Prakash Ajmera	Director	Non-Executive Director	5	5
4	Ms. Niharika Bindra	Director	Non-Executive Independent Director	5	5
5	Mr. Pradeep Agarwal	Director	Non-Executive Independent Director	5	5

17. AUDIT COMMITTEE

During the financial year 2022-23, the Audit Committee reviewed the Company's financial results, Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder.

All the recommendations of the Audit Committee were accepted by the Board during the financial year 2022-23. Majority of the members of the Committee possess knowledge of corporate finance, accounts and corporate laws.

During the year Four Audit Committee Meetings were held on 05th May, 2022, 27th July, 2022, 28th October, 2022, and 31st January, 2023 respectively.

The Company Secretary acts as the secretary to the Committee.

The composition and attendance of Audit Committee held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairperson, Member	Non-Executive Director	4	4
2.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	4	4
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	4	4

18. NOMINATION AND REMUNERATION COMMITTEE MEETING

During the year one (1) Nomination and Remuneration Committee Meeting was held on 05th May, 2022.

The Company Secretary acts as the Secretary to the Committee.

The composition of Nomination and Remuneration Committee meetings held during the year is mentioned as below:

S. No.	Name of the Member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairperson, Member	Non-Executive Director	1	1
2.	Mr. Riju Jhunjunwala	Member	Non-Executive Director	1	1
3.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	1	1
4.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	1	1

19. MEETING OF THE MEMBERS

The Thirteenth (13th) Annual General meeting of the members was held on 27th September, 2022.

One Extra Ordinary General Meeting was held on 24th February 2023.

20. MEETING OF THE INDEPENDENT DIRECTORS

During the year under review, One Independent Director Meeting was held on 31st January, 2023. Independent Directors met without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The Company has not made any investments in terms of Section 186 of the Companies Act, 2013.

23. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

24. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the companies act, 2013 the board of directors on the recommendation of the nomination and remuneration committee has framed a policy for the appointment of directors and senior management of the company and their remuneration. The policy forms part of this Board report as **Annexure-III**.

26. STATUTORY AUDITORS

At the Annual General Meeting held on 5th August, 2019, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 15th Annual General Meeting to be held in the Calendar Year, 2024.

Further the Auditors have confirmed their eligibility u/s 141 of Companies Act, 2013 and the rules made there under.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

27. REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor and the Internal Auditor had reported any matter under Section 143 (12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

28. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors' Report does not contain any qualification, reservation or adverse remarks. However, there is one emphasis of matter in the Auditors' Report and the Auditors' opinion is not modified in that regard.

29. SECRETARIAL AUDITOR

The Company had appointed M/s M.L. Sharma & Co., Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2022-23, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,

The report of the Secretarial Auditors is annexed to this report as **Annexure IV**.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remarks.

30. INTERNAL AUDITOR

The Board, based on the recommendation of the Audit Committee appointed **Mr. Krishna Prasad, Chief Financial Officer (PAN: AKGPP2698M)** as its Internal Auditor in terms of section 138 of the Companies Act, 2013 read with Rule 13 of Companies Accounts (Rules) 2014 in the meeting held on 26th March, 2019.

31. ANNUAL RETURN

The Company doesn't having any website. Therefore, no need of publication of Annual Return.

32. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge states the following:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed

along with proper explanation relating to material departures, if any;

- ii. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable & prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- iii. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. that the annual financial statement has been prepared on a going concern basis;
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

33. GENERAL DISCLOSURES

- The Company has a group policy in the name and in place against Sexual Harassment in line with the requirements of the Sexual Harassment if women at workplace (Prevention, Prohibition and redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding the sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

- No complaints were received during the financial year 2022-23 financial year of the Company was same as of previous year.
- The Company has not change the name and its nature of business since last year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2022-23.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.

- The Company has made the necessary disclosure as per rule 8(5) of companies' accounts rules 2014.

34. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
NJC Hydro Power Limited

Riju Jhunjunwala
Director
DIN: 00061060

Om Prakash Ajmera
Director
DIN: 00322834

DATE: 04.08.2023
PLACE: NOIDA (U.P.)

ANNEXURE-I TO THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

NJC HYDRO POWER LIMITED

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	*Mr. Ravi Gupta	Company Secretary	NIL	FCS, LLB.	23 Years	45 Years	27.03.2015	Bhilwara Energy Limited	NIL	Permanent	NO
2	**Mr. Krishna Prasad	CFO (Assistant General Manager Finance)	NIL	B.Com(H); ACA	22 Years	50 Years	18.03.2016	Lanco Mandakini Hydro Energy Pvt. Ltd.	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

Notes:

*Mr. Ravi Gupta is also the Company Secretary of the Holding Company M/s Bhilwara Energy Limited and is paid remuneration from the Holding Company M/s Bhilwara Energy Limited.

**Mr. Krishna Prasad is also the CFO of the Holding Company M/s Bhilwara Energy Limited and is paid remuneration from the Holding Company M/s Bhilwara Energy Limited.

*Mr. Ravi Gupta resigned from the post of Company Secretary w.e.f. 01st May 2023.

ANNEXURE-II TO THE BOARD'S REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A) Conservation of energy:

- | | |
|---|-------|
| i) the steps taken or impact on conservation of energy; | : Nil |
| ii) the steps taken by the company for utilising alternate sources of energy; | : Nil |
| iii) the capital investment on energy conservation equipments; | : Nil |

B) Technology absorption:

- | | | | | | | | | | |
|--|-------|--|--|------------------------|--|--|--|--|--|
| i) the efforts made towards technology absorption; | : Nil | | | | | | | | |
| ii) the benefits derived like product improvement, cost reduction, product development or import substitution; | : Nil | | | | | | | | |
| iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- | : Nil | | | | | | | | |
| <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">a) the details of technology imported;</td> <td style="width: 20%;"></td> </tr> <tr> <td>b) the year of import;</td> <td></td> </tr> <tr> <td>c) whether the technology been fully absorbed;</td> <td></td> </tr> <tr> <td>d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and</td> <td></td> </tr> </table> | | a) the details of technology imported; | | b) the year of import; | | c) whether the technology been fully absorbed; | | d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and | |
| a) the details of technology imported; | | | | | | | | | |
| b) the year of import; | | | | | | | | | |
| c) whether the technology been fully absorbed; | | | | | | | | | |
| d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and | | | | | | | | | |
| iv) the expenditure incurred on Research and Development. | | | | | | | | | |

C) Foreign exchange earnings and Outgo:

- | | |
|---------------------------|-------|
| Foreign Exchange Earnings | : Nil |
| Foreign Exchange Outgo | : Nil |

ANNEXURE-III TO THE BOARD'S REPORT
NOMINATION AND REMUNERATION POLICY

1. OBJECTIVE

The Key Objectives of the Committee would be:

- i. to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- ii. to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- iii. to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

a) Key Managerial Personnel: Key Managerial Personnel means:

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer; and
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

b) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance.
- iv. to recommend to the Board on:
 - policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vi. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- vii. to devise a policy on Board diversity;
- viii. to develop a succession plan for the Board and to regularly review the plan;

4. MEMBERSHIP

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES OF COMMITTEE

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11. REMUNERATION DUTIES OF COMMITTEE

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee. Minutes of the Committee meetings will be tabled at the subsequent Board Meeting.

ANNEXURE-IV TO THE BOARD'S REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]

To

**The Members,
NJC HYDRO POWER LIMITED,
(CIN: U40101DL2009PLC196998)
New Delhi-110025**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NJC HYDRO POWER LIMITED** (hereinafter called the company). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, documents, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period, covering **the financial year ended on March 31, 2023** complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on March 31, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder **(Not applicable to the company during the financial year under review)**;
- (iii) The Depositories Act, 1996 and the Regulations and bye laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment **(Not applicable to the company as there are no reportable transactions during the financial year under review)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) **(All the following Regulations including amendments, if any, from time to time are not applicable to the company during the Audit period)**:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 **(the company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review)**;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Other laws applicable specifically to the company, as identified and on the basis of representation given by the management:
 - (a) The Electricity Act, 2003 and rules and regulations made thereunder;
 - (b) The Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013;
- (vii) We have also examined compliance with the applicable clauses of the following:
 - (a) Secretarial Standards issued by *The Institutes of Company Secretaries of India* **(Notified and effective from 1st July, 2015)**;
 - (b) The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 **(Not Applicable to the company during the financial year under review)**.

During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

- (i) The Board of Directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

- (ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (iii) All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of the Directors or committee of the Board, as the case may be. There was no dissenting vote for any matter.

We further report, during the audit period, the company has filed an Application with the Hon'ble National Company Law Tribunal, New Delhi for reduction of issued, subscribed and paid-up equity share capital from the present level of ₹ 100,00,00,000/- (Rupees One Hundred Crore only) to ₹ 5,00,000/- (Rupees Five Lacs only) vide Application No. CP/69/ND/2023.

We further report that during the audit period, the company has adopted a new set of Articles of Association in pursuance to the Section 14 of the Companies Act, 2013. The company has complied with all the applicable laws, rules, regulations and guidelines with respect to the adoption of new set of Articles of Association.

We further report that we have relied on the representation made by the company and its officers for systems and mechanism formed by the company for compliances under other applicable Acts and regulations to the company. Therefore, we are of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company affairs.

This report is to be read with our letter of even date which is **Annexure I** and forms an integral part of this report.

For M.L. SHARMA & COMPANY
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)

FCS No: 8241

CP No: 6823

UDIN: F008241E000721569

Place: Delhi
Date: August 2, 2023

ANNEXURE I

To
The Members,
NJC HYDRO POWER LIMITED,
(CIN: U40101DL2009PLC196998)
New Delhi-110025

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by statutory Auditor.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, Rules regulations, and standards is the responsibility of management. Our examination was limited to the verification of practices on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

For M.L. SHARMA & COMPANY
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)

FCS No: 8241

CP No: 6823

UDIN: F008241E000721569

Place: Delhi
Date: August 2, 2023

Independent Auditors' Report

To the Members of NJC Hydro Power Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **NJC Hydro Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to Note-20 to the Ind AS financial statement, the project of NHPL is on hold for quite some time due to suspension of environment clearance by Hon'ble National Green Tribunal and thereafter Wildlife Institute of India (WII) in its report has mentioned that project could not be undertaken at the project site.

As per directions of Hon'ble Supreme Court, arbitration notice was sent to GoAP and have also indicated the name of arbitrator. Simultaneously, efforts were initiated to settle the issue by mutual negotiations.

As the project is not doable any more, NHPL has decided not to implement the project and sought the refund of upfront premium of ₹ 2,546.80 Lakhs from GoAP invoking the clauses of MoA and presently the matter is under litigation with GoAP.

Accordingly, the Board of Directors of NHPL on dated 15th June 2022 decided to write-off Capital Work-in-Progress (CWIP) including pre-operative expenses net of waiver of loan from Holding Company (Bhilwara Energy Limited (BEL)) and charged to the statement of profit & loss (shown under exceptional items) during the year except the upfront premium paid.

We are unable to comment on the financial implications and future operations of the company till the final outcome.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from

material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate

with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. *In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;*
 - c. *The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.*
 - d. *In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.*
 - e. *On the basis of written representations received from the directors as on March, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023, from being appointed as a director in terms of section 164(2) of the Act.*
 - f. *With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.*
 - g. *With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.*
 - h. *With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:*
 - i. *The Company has no pending litigations as confirmed by the Management; therefore there is no impact on its financial position in its financial statements.*
 - ii. *The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.*
 - iii. *There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.*
 - iv. (a) *The Management has represented that, to the best of it's knowledge and belief as*

disclosed in the note 27(vii) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the note 27(viii) to the Standalone Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity (ies).

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 23511239BGZEDO3850

Place: Noida, U.P.
Date: April 17, 2023

ANNEXURE 'A' TO AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.

- (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2023.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) As per the details and information shared with us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) According to the information and explanation given to us and the records examined by us, the company is not having any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered by section 189 of the Companies Act, 2013. Accordingly, clauses 3(iii) (a) to (f) are not applicable.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.
- v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.
- vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2023.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.
- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed

as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

- ix. (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The company has not raised any funds on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company has not taken any term loan during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports issued to the Company during the year.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and

hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses of ₹ 3.83 Lacs during the financial year covered by our audit and ₹ 45.50 Lacs in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The company is not having any obligation under section 135 of the Companies Act 2013 Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 23511239BGZEDO3850

Place: Noida, U.P.
Date: April 17, 2023

Annexure B to the Independent Auditor's Report to the Members of NJC Hydro Power Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **NJC Hydro Power Limited** ("the Company") as of 31st March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance

regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 23511239BGZEDO3850

Place: Noida, U.P.
Date: April 17, 2023

Balance Sheet

as at March 31, 2023

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
I ASSETS			
A Non-Current Assets			
(a) Property, Plant and Equipment	3	0.63	0.63
(b) Capital Work-In-Progress	4	-	16,453.51
(c) Financial Assets			
(i) Loans	5	1.50	2.00
(d) Other Non Current Assets	7	2,546.80	-
		2,548.93	16,456.14
B Current Assets			
(a) Financial Assets			
(i) Cash and Cash Equivalents	6	0.28	1.94
		0.28	1.94
Total Assets		2,549.21	16,458.08
II EQUITY AND LIABILITIES			
A Equity			
(a) Equity Share Capital	8	10,000.00	10,000.00
(b) Other Equity	9	(10,002.67)	(133.30)
		(2.67)	9,866.70
B Liabilities			
Non-Current liabilities			
		-	-
		-	-
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	10	2,549.80	6,587.97
(ii) Trade Payables			
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	-
(b) Other Current Liabilities	11	2.08	3.41
		2,551.88	6,591.38
Total Equity & Liabilities		2,549.21	16,458.08
Significant accounting policies	2		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
Partner
Membership No.: 511239

Riju Jhunhunwala
Director
DIN - 00061060

O.P. Ajmera
Director
DIN - 00322834

Place: Noida (U.P.)
Date: April 17, 2023

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

Statement of Profit & Loss

for the Year Ended March 31, 2023

		(₹ in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
i Other Income	12	1.62	1.43
ii Total Income		1.62	1.43
iii Expenses			
Employee benefits expenses	13	-	42.68
Finance costs	14	0.01	0.01
Other expenses	15	5.44	4.24
iv Total Expenses		5.45	46.93
v Profit/(Loss) before exceptional items and tax		(3.83)	(45.50)
vi Exceptional items (Ref Note No. 20)		9,865.54	-
vii Profit/(Loss) for the year end		(9,869.37)	(45.50)
viii Other comprehensive income(net of tax)			
(i) Items that will not be reclassified to profit or loss		-	-
ix Total comprehensive income for the year (Comprising Profit/Loss and Other comprehensive income for the year)		(9,869.37)	(45.50)
x Earnings per equity share	16		
(i) Basic (in ₹)		(9.87)	(0.04551)
(ii) Diluted (in ₹)		(9.87)	(0.04551)
Significant accounting policies	2		

Accompanying notes are integral part of the financial statements

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Krishna Prasad
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Ravi Gupta
Company Secretary
M. No. F5731

Statement of Changes in Equity

for the Year Ended March 31, 2023

a. Equity share capital

1 Current reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance at April 01, 2022	10,00,00,000	10,000.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2023	10,00,00,000	10,000.00

Equity shares of ₹ 10 each issued, subscribed and fully paid

2 Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance at April 01, 2021	10,00,00,000	10,000.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	10,00,00,000	10,000.00

Equity shares of ₹ 10 each issued, subscribed and fully paid

b. Other equity

1 Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus	Amount
	Retained earnings	
Balance at April 01, 2022	(133.30)	(133.30)
Profit/(loss) for the year	(9,869.37)	(9,869.37)
Balance as at March 31, 2023	(10,002.67)	(10,002.67)

2 Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus	Amount
	Retained earnings	
Balance at April 01, 2021	(87.80)	(87.80)
Profit/(loss) for the year	(45.50)	(45.50)
Balance as at March 31, 2022	(133.30)	(133.30)

Significant accounting policies

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates

Chartered Accountants

Firm Regn.No: 000561N

For and on behalf of the Board of Directors of

NJC Hydro Power Limited

Mukul Marwah

Partner

Membership No.: 511239

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DIN - 00061060

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DIN - 00322834

Place: Noida (U.P.)

Date: April 17, 2023

Krishna Prasad

Chief Financial Officer

Ravi Gupta

Company Secretary

M. No. F5731

Cash Flow Statement

for the Year Ended March 31, 2023

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	(3.83)	(45.50)
Exceptional items	(9,865.54)	-
Operating Profit/(loss) before working capital changes	(9,869.37)	(45.50)
Adjustment to reconcile profit before tax to net cash flows		
(Increase) / Decrease in other short term assets	-	0.10
(Increase) / Decrease in other long term assets	(2,546.30)	-
Increase / (Decrease) in provisions	-	(19.96)
Increase / (Decrease) in other short term financial liabilities	(4,038.17)	65.64
Increase / (Decrease) in other short term liabilities	(1.33)	(4.32)
Cash generated from / (used) in operations before tax	(16,455.17)	(4.04)
Net cash flow from / (used) in operating activities	(16,455.17)	(4.04)
B. Cash Flow From Investing Activities		
Decrease in Capital work-in-progress	16,453.51	-
Net cash flow (used) in/ from Investing Activities	16,453.51	-
Net cash (used) in/ from Operating and Investing Activities	(1.66)	(4.04)
C. Cash Flow From Financing Activities		
Net cash (used) in/ from Financing Activities	-	-
Net cash (used) in/ from Operating, Investing & Financing Activities	(1.66)	(4.04)
Effect of exchange differences on translation of foreign currency cash & cash equivalent		
Net Increase/(Decrease) in cash & cash equivalent	(1.66)	(4.04)
Opening balance of cash & cash equivalent	1.94	5.98
Closing balance of cash & cash equivalent	0.28	1.94
Note: Cash and cash equivalents included in the cash flow statement comprise of the following:		
(i) Cash balance on hand	-	0.28
(ii) Balance with banks:		
- In current accounts	0.28	1.66
Total	0.28	1.94

Significant accounting policies

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
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Notes to the Financial Statements

for the Year Ended March 31, 2023

1. CORPORATE INFORMATION

NJC Hydro Power Limited (the "Company") is a closely held public limited company incorporated on 16th December, 2009 under the Companies Act 1956 (superseded by Companies Act, 2013). The Company is engaged in the business of establishing, commissioning, setting up, operating and maintaining hydro power generating stations, tie-lines, sub-stations and transmission lines on build, own, operate (BOO), and /or built, own and transfer (BOT), and /or build, own, lease and transfer (BOLT) and/or build, own, operate and transfer (BOOT) basis and/or any other formats/methods used in the power business. Currently the Company has license for the development of 780 MW hydro power project in the state of Arunachal Pradesh, India, the development of which is on hold.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company, with effect from 1st April 2016, has adopted Indian Accounting Standards (Ind AS) notified under the Rule 3 of the Companies (Ind AS) Rules, 2015 as amended thereof.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

a) Current versus non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognised upon transfer of control of promised goods or services to customers at transaction price (net of taxes and duties), arrived at by determining the fair value of the consideration received or receivable after adjusting returns, allowances, trade discounts, volume discounts etc. in exchange of goods or services.

For applying above principle the Company adopts five step model, which are: a) Identify the contract(s) with customer(s); b) Identify the performance obligations under the contract(s) c) Determine the transaction price d) Allocate the transaction price to the performance obligations in the contract(s) e) recognise revenue, when or as the entity satisfies a performance obligation.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment with mutual funds and others is recognized on declaration basis .When the right to receive payment is established

d) Inventory valuation

Inventories comprising of explosive stocks are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

e) Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/implementation, interest on term loans/debentures to finance PPE and expenditure on start-up/commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on fixed assets is calculated on straight line method (SLM) is using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013. The Company has used the following useful lives to provide depreciation on its PPE.

Asset description	Useful Life (Years)
Plant & machinery	22
Other equipment	5-10
Computers and equipment	3-6
Vehicle	8
Furniture & fixtures	10

f) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Impairment of non-financial assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

i) Financial instruments

Financial assets

a) Initial recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

b) Subsequent measurement

Non-derivative financial instruments

• **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the

financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS-109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of financial assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12 Months ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

a) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent.

The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

b) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

• **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

• **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

• **Exchange differences**

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19 'Employee Benefits'.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS)-19 'Employee Benefits'. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end.

Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

Provident fund

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o) Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period.

The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Borrowing cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

r) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

s) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

t) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Vehicles	Total
Gross carrying value		
As at April 1, 2021	12.64	12.64
Additions	-	-
Disposals	-	-
As at March 31, 2022	12.64	12.64
Additions	-	-
Disposals	-	-
As at March 31, 2023	12.64	12.64
Depreciation		
As at April 1, 2021	12.01	12.01
Charge for the year	-	-
Disposals	-	-
As at March 31, 2022	12.01	12.01
Charge for the year	-	-
Disposals	-	-
As at March 31, 2023	12.01	12.01
Net Carrying Value		
As at March 31, 2022	0.63	0.63
As at March 31, 2023	0.63	0.63

4 CAPITAL WORK IN PROGRESS

(₹ in Lakhs)

Particulars	As at March 31, 2023	Additions*	As at March 31, 2022
CAPITAL WORK-IN-PROGRESS	-	(1,018.23)	1,018.23
UPFRONT PREMIUM	-	(2,546.80)	2,546.80
PRE-OPERATIVE EXPENSES			
SALARIES, WAGES AND BONUS	-	(2,158.60)	2,158.60
CONTRIBUTION TO PROVIDENT AND OTHER FUNDS	-	(73.41)	73.41
WORKMEN AND STAFF WELFARE EXPENSES	-	(9.85)	9.85
RENT EXPENSES	-	(298.37)	298.37
RATES & TAXES	-	(2.49)	2.49
INSURANCE EXPENSES	-	(4.60)	4.60
REPAIRS AND MAINTENANCE	-	(921.93)	921.93
TRAVELLING EXPENSE	-	(313.61)	313.61
CONVEYANCE EXPENSES	-	(61.68)	61.68
VEHICLE RUNNING & MAINTANANCE EXPENSES	-	(153.20)	153.20
COMMUNICATION EXPENSES	-	(19.13)	19.13
ADVERTISEMENT & PUBLICITY	-	(55.79)	55.79
LEGAL AND PROFESSIONAL EXPENSE	-	(1,111.07)	1,111.07
FEE & SUBSCRIPTION	-	(45.47)	45.48
STORES CONSUMPTION	-	(23.27)	23.28
POWER AND FUEL	-	(58.29)	58.29
LOSS ON SALE OF FIXED ASSETS (NET)	-	(9.41)	9.41
TESTING & SURVEYS	-	(16.56)	16.56
PROJECT EXPENSES	-	(266.00)	266.00
CONSULTANCY CHARGES	-	(4,180.92)	4,180.92
MISCELLANEOUS EXPENSES	-	(710.28)	710.28
FINANCIAL / BANK CHARGES	-	(2,222.65)	2,222.65
DEPRECIATION-FIXED ASSET	-	(171.88)	171.88
	-	(16,453.48)	16,453.51

*Ref Note no. 20

5 OTHER FINANCIAL ASSETS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
FDR with VAT Department	-	0.50	-	-
Deposit with NSDL	1.50	1.50	-	-
	1.50	2.00	-	-

6 CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
- Balance with banks		
On Current accounts	0.28	1.66
- Cash on hand	-	0.28
	0.28	1.94

7 OTHER ASSETS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Upfront Premium*	2,546.80	-	-	-
	2,546.80	-	-	-

* The management of the company is of the view that the upfront premium deposited at the time of allotment amounting to ₹ 2,546.80 Lakhs would be refunded by the Government of Arunachal Pradesh as the project could not be undertaken as per report of wildlife institute of india (WII).

8 EQUITY SHARE CAPITAL

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
10,00,00,000 (previous year 10,00,00,000) equity shares of ₹ 10 each	10,000.00	10,000.00
Issued,subscribed and fully paid up		
10,00,00,000 (previous year 10,00,00,000) equity shares of ₹ 10 each	10,000.00	10,000.00
	10,000.00	10,000.00

Notes:

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	(₹ in lakhs)	No. of Shares	(₹ in lakhs)
Equity shares				
Shares outstanding at the beginning of the year	10,00,00,000	10,000.00	10,00,00,000	10,000.00
Changes during the year	-	-	-	-
Shares outstanding at the end of the year	10,00,00,000	10,000.00	10,00,00,000	10,000.00

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

The company has not issued bonus shares, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

(c) Details of shareholders holding more than 5% shares/shares held by the holding company in the Company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	% holding	No. of Shares	% holding
Equity shares of ₹ 10 each fully paid up				
Bhilwara Energy Limited	10,00,00,000	100%	10,00,00,000	100%
	10,00,00,000	100%	10,00,00,000	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(d) Shares held by promoter

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	Bhilwara Energy Limited	10,00,00,000	100%	10,00,00,000	100%
		10,00,00,000	100%	10,00,00,000	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

9 OTHER EQUITY

Retained Earnings	(₹ in lakhs)
Balances as at April 1, 2021	(87.80)
Profit / (Loss) during the year	(45.50)
Balances as at March 31, 2022	(133.30)
Profit / (Loss) during the year	(9,869.37)
Balances as at March 31, 2023	(10,002.67)

10 BORROWINGS

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Loan repayable on demand - unsecured		
Loans & advances from related parties (holding company-interest free)*	2,549.80	6,587.97
	2,549.80	6,587.97

*Ref Note No. 20

11 OTHER LIABILITIES

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Other payable	1.89	3.24
Statutory dues payable	0.19	0.17
	2.08	3.41

12 OTHER INCOME

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Liability No Longer Required	1.62	1.43
	1.62	1.43

13 EMPLOYEE BENEFIT EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Salaries, wages and bonus	-	38.12
Gratuity expense	-	2.90
Leave encashment expense	-	1.64
Staff welfare expenses	-	0.02
	-	42.68

14 FINANCE COST

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Financial / Bank Charges	0.01	0.01
	0.01	0.01

15 OTHER EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Insurance Expenses	-	0.17
Conveyance Expenses	-	0.81
Legal and Professional Expense	1.71	0.89
Miscellaneous expenses	0.59	0.07
Payment to auditor	3.14	2.30
	5.44	4.24

Notes :-
(i) Payment to statutory auditors comprise (including indirect tax):

(₹ in lakhs)

Payment to auditor	For the Year ended March 31, 2023	For the Year ended March 31, 2022
- Audit fee	2.07	1.77
- Fees for other services	-	-
- Fees for certification	1.07	0.53
	3.14	2.30

16 EARNING PER SHARE

(₹ in lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
a) Net Profit for basic & diluted EPS*	(9,869.37)	(45.51)
b) Number of equity shares at the beginning of the year (in Lakhs)	1000.00	1000.00
Earning per share - basic (₹)	(9.869)	(0.04551)
Earning per share - diluted (₹)	(9.869)	(0.04551)
Face value per share (₹)	10.00	10.00

*Due to written off of CWIP as exceptional items amounting for ₹ 9,865.54 the EPS is not comparable, Also refer note 20

17. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

18. COMMITMENTS AND CONTINGENCIES
(i) Contingent Liabilities

As per the information available from the management, as certified by them, there is no contingent liability as at 31st March, 2023.

(ii) Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for as on the date of balance sheet (net of advances) are ₹ NIL.

Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advance) ₹ NIL.

19. RELATED PARTY DISCLOSURES

- a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Bhilwara Energy Limited. (BEL)	Holding Company
ii.	Malana Power Company Limited. (MPCL)	Fellow Subsidiary
iii.	AD Hydro Power Limited. (ADHPL)	Subsidiary of a fellow Subsidiary (MPCL)
iv.	Indo Canadian Consultancy Services Limited. (ICCSL)	Fellow Subsidiary
v.	BG Wind Power Limited. (BGWPL)	Fellow Subsidiary
vi.	Chango Yangthang Hydro Power Limited. (CYHPL)	Fellow Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary
viii.	Replus Engitech Private Limited. (REPL)	Fellow Subsidiary (w.e.f 06 th March 2023)

- b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture:

NA

- c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

NA

- d) **Key Management Personnel**

- a. Mr. Krishna Prasad - Chief Financial Officer
b. Mr. Ravi Gupta - Company Secretary
c. Mr. Jainender Kardam - Manager (Cessation on 31st December 2021)

- e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

NA

The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
i) Parties referred to in item (a) above		
Transaction during the year:		
Loan taken from holding company	3.00	65.64
Loan Written back	4,041.17	-
Outstanding Payable:		
Holding Company	2,549.80	6,587.97
Balance Receivable:		
ii) Transaction with parties referred to in item (b) above	-	-
iii) Transaction with persons referred to in (c) above	-	-
iv) Transaction with persons referred to in (d) above		
a. Salaries /Perquisites paid/payable during the year to Mr. Jainender Kardam	-	55.87
v) Transaction with persons referred to in (e) above	-	-

Compensation of Key Managerial Personnel#

Particulars	As at March 31, 2023			As at March 31, 2022			
	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total
Short Term Benefits	-	-	-	55.87	-	-	55.87
Total	-	-	-	55.87	-	-	55.87

*The remuneration of KMPs (CFO & CS) is being drawn from the Holding company M/s Bhilwara Energy Limited.

20. The project of NHPL is on hold for quite some time due to suspension of environment clearance by Hon'ble National Green Tribunal and thereafter Wildlife Institute of India (WII) in its report has mentioned that project could not be undertaken at the project site.

As per directions of Hon'ble Supreme Court, arbitration notice was sent to GoAP and have also indicated the name of arbitrator. Simultaneously, efforts were initiated to settle the issue by mutual negotiations.

As the project is not doable any more, NHPL has decided not to implement the project and sought the refund of upfront premium of ₹ 2,546.80 Lakhs from GoAP invoking the clauses of MoA and presently the matter is under litigation with GoAP. Accordingly, the Board of Directors of NHPL on dated 15th June 2022 decided to write-off Capital Work-in-Progress (CWIP) including pre-operative expenses net of waiver of loan from Holding Company (Bhilwara Energy Limited (BEL)) and charged to the statement of profit & loss (shown under exceptional items) during the year except the upfront premium paid.

21. The Information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("The Act") have been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. The information has been relied upon by the auditors.

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	(₹ in lakhs)	
	As at March 31, 2023	As at March 31, 2022
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

22. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2023 and March 31, 2022

i. Interest rate risk

There is no long term debt obligation of the company as on March 31, 2023

ii. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there are no transactions in foreign currency. Hence, no further disclosure is required under this section

iii. Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is not exposed to any credit risk as there are no trade receivable and borrowing from bank

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
FDR with VAT Department	-	-	-	0.50	-	0.50
Deposit with NSDL	1.50	-	1.50	1.50	-	1.50
Cash and Cash Equivalents	0.28	-	0.28	1.94	-	1.94
Total	1.78	-	1.78	3.94	-	3.94

c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's board is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Lakhs)

As at March 31, 2023	0-12 months	12 months to 3 years	More than 3 years	Total
Loans & advances from related parties	2,549.80	-	-	2,549.80
Payables to employees	-	-	-	-
Other payables	2.08	-	-	2.08

(₹ in Lakhs)

As at March 31, 2022	0-12 months	12 months to 3 years	More than 3 years	Total
Loans & advances from related parties	6,587.97	-	-	6,587.97
Payables to employees	-	-	-	-
Other payables	3.24	-	-	3.24

23. CAPITAL MANAGEMENT

a) Risk management

The Company's objective when managing capital is to:

- (i) Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

24. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT (₹ in Lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
FDR with VAT department	-	-	-	-	-	0.50
Deposits with NSDL	-	-	1.50	-	-	1.50
Cash and Cash Equivalents	-	-	0.28	-	-	1.94
Total Financial Assets	-	-	1.78	-	-	3.94
Financial Liabilities						
Loans & Advances from Related Parties	-	-	2,549.80	-	-	6,587.97
Payable to employees	-	-	-	-	-	-
Other payables	-	-	2.08	-	-	3.24
Total Financial Liabilities	-	-	2,551.88	-	-	6,591.21

i. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

25. IMPAIRMENT REVIEW

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

26. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	0.00	0.00	No Major variance
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.25	0.66	Write back of Loan from Holding company resulting into Major impact
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	2.00	2.00	No Major variance
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	(98.69%)	(0.46%)	CWIP amount charged to profit & loss account, resulting into major impact
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	-	-	N.A
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	-	-	N.A
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	-	-	NA
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	0.00%	0.00%	No Major variance
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	369639.33%	(0.46%)	CWIP amount charged to profit & loss account, resulting into major impact
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

27. OTHER STATUTORY INFORMATION:

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any transactions with companies struck off.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

- (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
 - (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
 - (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- 28.** The Board of NHPL in their meeting held on 07th February 2023 has approved the reduction of share capital of the company from present level of ₹ 100,00,00,000 (Rupees One Hundred Crore only) divided into 10,00,00,000 (Ten Crore) equity shares of ₹ 10 (Rupees Ten) each fully paid-up to ₹ 5,00,000 (Rupees Five Lakhs only) divided into 50,000 (Fifty Thousand) equity shares of ₹ 10 (Rupees Ten) each fully paid-up of the Company by cancellation and extinguishment of issued, subscribed and paid-up equity share capital of ₹ 99,95,00,000 (Rupees Ninety Nine Crore Ninety Five Lakhs only). This was subsequently approved by the shareholders of the Company in their meeting held on 24th February 2023.
- The Petition for the Reduction of Share Capital has been filed before the NCLT on March 13, 2023. Presently, it's under process.
- 29.** Previous year's figures have been regrouped/reclassified wherever necessary.

As per our report of even date.

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
Partner
Membership No.: 511239

Riju Jhunjhunwala
Director
DIN - 00061060

O.P. Ajmera
Director
DIN - 00322834

Place: Noida (U.P.)
Date: April 17, 2023

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

ANNUAL REPORT
OF

**CHANGO YANGTHANG HYDRO
POWER LIMITED**

CIN : U40101HP2011PLC031772

Corporate Information

BOARD OF DIRECTORS

Mr. Riju Jhunjhunwala
Mr. Rishabh Jhunjhunwala
Mr. O. P. Ajmera
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Mr. Ravi Gupta, Company Secretary
Mr. Pradeep Kumar Sharma, Manager
Mr. Sushil Kumar, CFO

STATUTORY AUDITORS

M/s Jain Raj Associates
Chartered Accountants,
New Delhi

BANKERS

Yes Bank Ltd.

REGISTERED OFFICE

Sewati Niwas, Near Hanuman Mandir,
Khalini, Khalini Chowk, Mist Chamber,
Upper Khalini, Khalini Shimla - 171002

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (U. P.)

CIN: U40101HP2011PLC031772

Directors' Report

for the Financial Year 2022-23

Dear Members,

Your Directors have pleasure in presenting their Twelfth (12th) Annual Report along with the Audited Financial Statement for the Financial Year ended March 31, 2023 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial data for the current year and previous year are stated as following:

(Amount in ₹ Lac)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Total Income	0.02	0.03
Total Expenditure	39.79	37.40
Profit/(Loss) Before Tax	(39.77)	(37.37)
Taxes	0	0
Profit/(Loss) after Tax	(39.77)	(37.37)
Other Comprehensive Income	(0.14)	(0.08)
Total Comprehensive Income for the year	(39.91)	(37.45)
Basic EPS/Diluted EPS in ₹	(0.07)	(0.06)

The Company has not yet started its commercial activities.

The Audited Financial Statements forms part of the Annual Report. The Financial Statement of the Company has been placed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE

During the financial year 2022-23, the company incurred a loss of ₹ 39.77 Lacs as compared to ₹ 37.37 Lacs loss during the previous financial year.

Due to various socio legal issues not in the control of the company, the company has filed application with Govt. of H.P. for refund of upfront premium and security deposit of ₹ 3,969.45 Lakhs. The Company is constantly following up with the State Government for the refund of the said amount with interest. The management of the company is expecting a refund amounting ₹ 3,969.45 Lakhs.

3. STATEMENT OF COMPANY AFFAIRS/ PROJECT STATUS AND INFORMATION

Your Company, a wholly owned subsidiary of M/s Bhilwara Energy Limited, was having license to develop 180 MW Chango Yangthang Hydro Electric Project in the state of Himachal Pradesh.

Due to various socio legal issues not in the control of the company, the company has filed application with Govt. of H.P. for refund of upfront premium and security deposit of ₹ 3,969.45 Lakhs. The Company is constantly following up with the State Government for the refund of the said amount with interest.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There were no material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

5. SUBSIDIARIES/ ASSOCIATES/ JOINT VENTURES

The Company does not have any Subsidiaries/ Associate or Joint Venture. Hence, this clause is not applicable. Accordingly, Company is not required to prepare consolidated Financial Statements and Form AOC-1 as prescribed in section 129(3) of the Companies Act, 2013.

6. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

7. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has adequate internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. The Audit Committee reviews financial statements along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

8. PERSONNEL

(a) Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure –I**.

9. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2023.

10. RESERVES

No amount was required to be transferred to Reserve.

11. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making expenditure in CSR Activities so the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable

12. SHARE CAPITAL**a) Issue of equity shares with differential rights**

During the financial year 2022-23, no equity shares have been issued with differential rights.

b) Issue of sweat equity shares

During the financial year 2022-23, no sweat equity shares which have been issued.

c) Issue of employee stock options

During the financial year 2022-23, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2022-23 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

13. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure-II** forming part of this Report.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL**• DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM**

Pursuant to the provisions of Companies Act, 2013 Mr. Riju Jhunjhunwala (DIN: 00061060) and Mr. Om Prakash Ajmera (DIN: 00322834) shall retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment.

The Board recommends their re-appointment.

• APPOINTMENT OF COMPANY SECRETARY

Your Directors informs the members that based on the recommendation of Nomination & Remuneration Committee, Mr. Ravi Gupta was appointed as Company Secretary of the Company w.e.f from 02nd May, 2023 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

DURING THE FINANCIAL YEAR 2022-23, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP'S**• APPOINTMENT & RESIGNATION OF COMPANY SECRETARY**

Your Directors informs the members that based on

the recommendation of Nomination & Remuneration Committee, Mr. Naveen Kumar Vaid was appointed as Company Secretary of the Company w.e.f from 29th April, 2022 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013. However, subsequently he has resigned on 06th May 2022.

• RETIRE BY ROTATION

During the year, Mr. Riju Jhunjhunwala (DIN: 00061060) and Mr. Rishabh Jhunjhunwala (DIN: 03104458), Director retired by rotation at the 11th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 11th Annual General Meeting of the Company held on 30th September 2022.

• RE-APPOINTMENT OF MANAGER (KMP)

During the Financial Year under review, Mr. Pradeep Kumar Sharma was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 29th April, 2022 and subsequently approved by the members at an Extra Ordinary General Meeting held on 29th April, 2022 for a period of one year commencing from 01st April, 2022 to 31st March, 2023 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

Since the tenure of appointment of Mr. Pradeep Kumar Sharma as the Manager of the Company in terms of section 2(53) of the Companies Act, 2013 expired on 31st March, 2023, therefore he was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 15th May, 2023 and subsequently approved by the members at an Extra Ordinary General Meeting held on 15th May, 2023 for a period of two year commencing from 01st April, 2023 to 31st March, 2025 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that the Company has received necessary declaration from each Independent Director/s under section 149(7) at the beginning of the financial year stating that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2 (51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

- i. Mr. Pradeep Kumar Sharma, Manager
- ii. Mr. Naveen Kumar Vaid, Company Secretary (Cessation w.e.f 06th May, 2022)
- iii. Mr. Ravi Gupta, Company Secretary (Appointed w.e.f. 02nd May 2023)
- iv. Mr. Sushil Kumar, Chief Financial Officer (CFO)

16. MEETINGS OF THE BOARD

The Board of Directors duly met Five (5) times during the financial year 2022-23. The meetings were held on 29th April, 2022, 05th May, 2022, 27th July, 2022, 31st October, 2022 and 31st January, 2023.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Riju Jhunjhunwala	Director	Non-Executive Director	5	5
2	Mr. Rishabh Jhunjhunwala	Director	Non-Executive Director	5	5
3	Mr. Om Prakash Ajmera	Director	Non-Executive Director	5	5
4	Ms. Niharika Bindra	Independent Director	Non-Executive Independent Director	5	5
5	Mr. Pradeep Agarwal	Independent Director	Non-Executive Independent Director	5	5

17. AUDIT COMMITTEE

During the financial year 2022-23, the Audit Committee reviewed the Company's financial results, Internal Control Systems and Risk. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2022-23.

Majority of the members of the Committee possess knowledge of corporate finance, accounts and corporate laws. During the financial year, four (4) audit committee meetings were held on 05th May, 2022, 27th July, 2022, 31st October, 2022 and 31st January, 2023.

The Company Secretary acts as the Secretary to the Committee.

The composition and attendance of Audit Committee held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairman, Member	Non-Executive Director	4	4
2.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	4	4
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	4	4

18. NOMINATION AND REMUNERATION COMMITTEE MEETING

During the financial year 2022-23, One (1) Nomination and Remuneration Committee Meetings was held. The meeting was held on 29th April, 2022.

The composition and attendance of Nomination and Remuneration Committee meetings held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairman, Member	Non-Executive Director	1	1
2.	Mr. Riju Jhunjhunwala	Member	Non-Executive Director	1	1
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	1	1
4.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	1	1

19. MEETING OF THE MEMBERS

The Eleventh (11th) Annual General Meeting of the members of the Company was held on 30th September 2022.

During the year under review, One (1) Extra-Ordinary General Meeting of the members of the Company was held on 29th April, 2022.

20. MEETING OF THE INDEPENDENT DIRECTORS

During the year under review, One Independent Director Meeting was held on 31st January, 2023. Independent Directors met without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The Company has not made any investments in terms of Section 186 of the Companies Act, 2013.

23. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been

made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

24. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the companies act, 2013 the board of directors on the recommendation of the nomination and remuneration committee has framed a policy for the appointment of directors and senior management of the company and their remuneration. The policy forms part of the board report as **Annexure-III** has been disclosed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the 10th Annual General Meeting held on 10th August, 2021, M/s Jain Raj Associates, Chartered Accountants, (ICAI Firm Registration No. 007535N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 15th Annual General Meeting to be held in the Calendar Year, 2026.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

27. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors' Report does not contain any qualification, reservation or adverse remarks. However, there is one emphasis of matter in the Auditors' Report and the Auditors' opinion is not modified in that regard.

28. REPORTING OF FRAUDS BY THE AUDITORS

During the year under review, the Statutory Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013. Therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

29. ANNUAL RETURN

The Company doesn't having any website. Therefore, no need of publication of Annual Return.

30. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable & prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- iii. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. that the annual financial statement has been prepared on a going concern basis;
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

31. GENERAL DISCLOSURES

- The Company has a group policy in the name and in place against Sexual Harassment in line with the requirements of the Sexual Harassment if women at workplace (Prevention, Prohibition and redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding the sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2022-23.

- The financial year of the Company was same as of previous year.
- The Company has not change the name and its nature of business since last year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2022-23.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.

- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.
- The Company has made the necessary disclosure as per rule 8(5) of Companies' Accounts Rules 2014.

32. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
Chango Yangthang Hydro Power Limited

Riju Jhunjhunwala
Director
DIN: 00061060

Om Prakash Ajmera
Director
DIN: 00322834

Date: 25.08.2023
Place: Noida (U.P.)

ANNEXURE-I OF THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

CHANGO YANGTHANG HYDRO POWER LIMITED**(A) Names of the top ten employees in terms of remuneration drawn**

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Pradeep Kumar Sharma	Manager (Dy. Manager-Liasion)	22.87 Lacs	MBA from KSOU, Mysore. PG Diploma in personnel & Administration from AIIMS, Chennai.	26 Years	51 Years	01.10.2011	Prabati Hydro-Electric Project Lot-II-800 MW	NIL	Contractual	NO
2	*Naveen Kumar Vaid	Company Secretary	0.11 Lacs	B.Com, ACS	8 Years	36 Years	29.04.2022	Track Casting India Pvt Ltd	NIL	Permanent	NO
3	Mr. Sushil Kumar	CFO(Officer Accounts)	10.43 Lacs	MBA Finance	19 Years	38 Years	10.04.2017	IQOR Global Service India Private Limited	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ₹ millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-

Note:

*Mr. Naveen Kumar Vaid resigned from the post of the Company Secretary w.e.f. 06th May 2022.

ANNEXURE-II**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A) Conservation of energy:

- i) the steps taken or impact on conservation of energy; : Nil
- ii) the steps taken by the company for utilising alternate sources of energy; : Nil
- iii) the capital investment on energy conservation equipments; : Nil

B) Technology absorption:

- i) the efforts made towards technology absorption; : Nil
- ii) the benefits derived like product improvement, cost reduction, product development or import substitution; : Nil
- iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- : Nil
 - a) the details of technology imported;
 - b) the year of import;
 - c) whether the technology been fully absorbed;
 - d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- iv) the expenditure incurred on Research and Development.

C) Foreign exchange earnings and Outgo:

- Foreign Exchange Earnings : Nil
- Foreign Exchange Outgo : Nil

ANNEXURE-III OF THE BOARD'S REPORT
NOMINATION AND REMUNERATION POLICY

1. OBJECTIVE

The Key Objectives of the Committee would be:

- i. to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- ii. to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- iii. to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

a) **Key Managerial Personnel:** Key Managerial Personnel means:

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer; and
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

b) **Senior Management:** Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance.
- iv. to recommend to the Board on:
 - * policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - * Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vi. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- vii. to devise a policy on Board diversity;
- viii. to develop a succession plan for the Board and to regularly review the plan;

4. MEMBERSHIP

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES OF COMMITTEE

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11. REMUNERATION DUTIES OF COMMITTEE

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee. Minutes of the Committee meetings will be tabled at the subsequent Board meeting.

Independent Auditors' Report

To the Members of Chango Yangthang Hydro Power Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Chango Yangthang Hydro Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Material Uncertainty Related to Going Concern

We draw attention to Note-30 regarding the Board of director's decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to delay and uncertainty in project execution and long delay in Government approvals and licenses lapse, the company has written off Capital Work in progress during the year 2017-18 amounting to INR 2,713.18 lakhs. These events or conditions, along with other matters as set forth in Note-27, indicate that there exists material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern since the company was incorporated as a Special Purpose Vehicle for this particular project.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

We draw attention to Note-27, the company has filed a letter for surrender of Chango Yangthang HEP (180MW) project in

Himachal Pradesh and asked for the refund of Upfront premium of INR 3789.45 lakhs and Security Deposit of INR 180 lakhs with interest since the project is not executable purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/ authorities.

GoHP has formed a committee to deal with the issues of various projects which includes ChangoYangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed, in which the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW ChangoYangthang HEP and refused to co-operate on the issue of development of any project. During the meeting called for by the committee, CHYPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

In View of this, the company has reiterated its demand for refund of money along with the Interest and the management is confident of recovering the Upfront Fees and Security Deposit paid on account of surrender of project, in full. The upfront fee and security deposit as mentioned above have been grouped under Other Non-Current Assets (Note-6) and Non-Current Loans- Security Deposit (Note-4) respectively. Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the

Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However,

future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
 - e. On the basis of written representations received from the directors as on April 1, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023, from being appointed as a director in terms of section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has no pending litigations as confirmed by the Management; therefore there is no impact on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 31(vii) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall,

directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the note 31(viii) to the Standalone Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity (ies).

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For Jain Raj Associates
Chartered Accountants
Firm Regn. No. 007535N

P.K.Jain
Partner
Membership No. 086396
UDIN: 23086396BGYOIM7897

Place: New Delhi
Date: May 12, 2023

ANNEXURE 'A' TO AUDITORS' REPORT

(Annexure referred to in our report of even date)

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section of our report of even date

- i. (a) (A) The Company has maintained proper records showing particulars, including Quantitative details and situation of Property, Plant and Equipment.
- (B) According to the information and explanation given to us and the records examined by us, the company is not having any intangible assets, therefore the provisions of clause 3(i) of the said CARO 2020 Order is not applicable to the Company.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no discrepancy has been noticed on such verification as compared to book records.
- (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2023.
- (d) According to the information and explanation given to us and the records examined by us, the company has not revalued its Property, Plant and Equipment, therefore the provisions of clause 3(i)(d) of the said CARO 2020 Order are not applicable to the Company.
- (e) According to the information and explanation given to us and the records examined by us, the company have not been any proceedings initiated or are any pending against the company for holding any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. a) According to the information and explanation given to us and the records examine by us, the company is not having any inventory, therefore the provisions of clause 3(ii) (a) and (b) of the said CARO 2020 Order are not applicable to the Company.
- b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility

- from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- iii. The Company during the year has not made investment, granted any loans, secured or unsecured to companies, firms or other parties. Accordingly, clauses 3(iii) (a), (b) (c) (d) and (e) are not applicable.
 - iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.
 - v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.
 - vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
 - vii (a) The Company is generally regular in depositing undisputed statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' state insurance, income tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2023.
(b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues as mentioned in clause (a) above which have not been deposited on account of a dispute.
 - viii. According to the information and explanations given to us and as per the books and records examined by us, there is no such transactions which have not been recorded in books on account of surrender or disclose as income during the year in the tax assessments under the Income Tax Act 1961(43 of 1961).
 - ix. (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
(c) The Company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
(d) The company has not raised any funds on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
(e) The Company has not taken any term loan during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
 - (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
 - x. (a) According to the information and explanations given by the management, the company has not raised any money of initial public offer/further public offer(including debt instruments) during the year.
(b) According to the information and explanations given by the management, the company has not made any preferential allotment or private placement of share or convertible debenture during the year.
 - xi (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.
(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
 - xii. In our Opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order is not applicable to the company and hence not commented upon.
 - xiii. According to the information and explanations given by the management, transactions with related parties are in compliance with section 177 & 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
 - xiv. According to the information and explanations given to us and on an overall examination the provisions of internal audit is not applicable on the company.
 - xv In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
 - xvi (a) According to the information and explanations given to us, the provisions of section 45-IA of Reserve Bank of India Act, 1934 are not applicable to the Company.
(b) According to the information and explanations given to us the company has not conducted any Non Banking or Housing Finance activities.
(c) According to the information and explanations given to us the company is not a Core Investment company.
 - xvii According to the information and explanations given to us and on an overall examination the company has incurred cash loss of ₹ 39.36 Lakhs during the financial year.
 - xviii On the basis of information obtained there has not been any resignation of statutory auditor of the company during the year.
 - xix On the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial

statements, as per the knowledge of the Board of Directors and management plans it is found that the company is not operating business

- xx The company is not having any obligation under section 135 of the Companies Act 2013
Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.
- xxi As these are Standalone Financial Statements of the company hence any qualification or adverse remarks by the respective auditors in the companies (Auditor's Report) order (CARO) reports of the companies included in the consolidated financial statements do not applicable.

For Jain Raj Associates

Chartered Accountants
Firm Regn. No. 007535N

P.K.Jain

Partner
Membership No. 086396
UDIN: 23086396BGYOIM7897

Place: New Delhi
Date: May 12, 2023

Annexure B to the Independent Auditor's Report to the Members of Chango Yangthang Hydro Power Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Chango Yangthang Hydro Power Limited** ("the Company") as of 31st March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing

specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria

established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jain Raj Associates

Chartered Accountants
Firm Regn. No. 007535N

P.K.Jain

Partner
Membership No. 086396
UDIN: 23086396BGYOIM7897

Place: New Delhi
Date: May 12, 2023

Balance Sheet

as at March 31, 2023

		(₹ in Lakhs)	
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
I ASSETS			
A Non-Current Assets			
(a) Property, Plant and Equipment	3	0.35	0.40
(b) Financial Assets			
(i) Loans	4	181.13	181.93
(c) Other Non Current Assets	6	3,789.45	3,789.45
		3,970.93	3,971.78
B Current Assets			
(a) Financial Assets			
(i) Loans	4	0.80	0.80
(ii) Cash and Cash Equivalents	5	2.21	1.11
(b) Other Current Assets	6	0.44	0.05
		3.45	1.96
Total Assets		3,974.38	3,973.74
II EQUITY AND LIABILITIES			
A Equity			
(a) Equity Share Capital	7	3,000.00	3,000.00
(b) Other Equity	8	27.11	67.02
		3,027.11	3,067.02
B Liabilities			
Non-Current Liabilities			
(a) Provisions	12	11.06	9.22
		11.06	9.22
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	9	933.85	895.42
(ii) Trade Payables	10		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	-
(b) Other Current Liabilities	11	2.13	1.87
(c) Provisions	12	0.23	0.21
		936.21	897.50
Total Equity & Liabilities		3,974.38	3,973.74
Significant Accounting Policies	2		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

P K Jain
Partner
Membership No. 086396

Place: Noida (U. P.)
Date: May 12, 2023

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Riju Jhunjhunwala
Director
DIN-00061060

Sushil Kumar
Chief Financial Officer

O.P. Ajmera
Director
DIN: 00322834

Ravi Gupta
Company Secretary
M. No.- F5731

Statement of Profit & Loss

for the Year Ended March 31, 2023

(₹ in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
i Other Income	13	0.02	0.03
ii Total Income		0.02	0.03
iii Expense			
Employee benefits expense	14	36.24	33.96
Depreciation and amortization expense	15	0.05	0.05
Other expenses	16	3.50	3.39
iv Total Expenses		39.79	37.40
v Profit/(Loss) before tax		(39.77)	(37.37)
vi Tax Expense		-	-
vii Profit/(Loss) for the period/year end		(39.77)	(37.37)
viii Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	17		
Re-measurement gains/ (losses) on defined benefit plans		(0.14)	(0.08)
ix Other comprehensive income for the period/year end		(0.14)	(0.08)
x Total comprehensive income for the period (Comprising Profit/(Loss) and other comprehensive income for the period/year end)		(39.91)	(37.45)
xi Earnings per Equity Shares	18		
(i) Basic (in ₹)		(0.07)	(0.06)
(ii) Diluted (in ₹)		(0.07)	(0.06)
Face value (in ₹)		5.00	5.00
Significant Accounting Policies	2		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For Jain Raj Associates
Chartered Accountants
Firm Regn. No: 007535N

P K Jain
Partner
Membership No. 086396

Place: Noida (U. P.)
Date: May 12, 2023

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Riju Jhunjhunwala
Director
DIN-00061060

Sushil Kumar
Chief Financial Officer

O.P. Ajmera
Director
DIN: 00322834

Ravi Gupta
Company Secretary
M. No.- F5731

Statement of Changes in Equity

for the Year Ended March 31, 2023

a. Equity Share Capital

1 Current reporting period (₹ in Lakhs)

Particulars	No. of Shares (in Lakhs)	Amount
Balance as at April 01, 2022	600.00	3,000.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2023	600.00	3,000.00

2 Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares (in Lakhs)	Amount
Balance as at April 01, 2021	600.00	3,000.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	600.00	3,000.00

b. Other Equity

1 Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus		Total
	Capital Reduction	Retained earnings	
Balance as at April 01, 2022	3,000.00	(2,932.98)	67.02
Profit & (Loss) during the year	-	(39.77)	(39.77)
Other comprehensive income during the year	-	(0.14)	(0.14)
Total	-	(39.91)	(39.91)
Balance as at March 31, 2023	3,000.00	(2,972.89)	27.11

2 Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus		Total
	Capital Reduction	Retained earnings	
Balance as at April 01, 2021	3,000.00	(2,895.53)	104.47
Profit & (Loss) during the year	-	(37.37)	(37.37)
Other comprehensive income during the year	-	(0.08)	(0.08)
Total	-	(37.45)	(37.45)
Balance as at March 31, 2022	3,000.00	(2,932.98)	67.02

Significant Accounting Policies

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

P K Jain
Partner
Membership No. 086396

Place: **Noida (U. P.)**
Date: May 12, 2023

For and on behalf of the Board of Directors of
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Ravi Gupta
Company Secretary
M. No.- F5731

Cash Flow Statement

for the Year Ended March 31, 2023

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash Flow From Operating Activities		
Net Operating Profit/(Loss) Before Tax	(39.91)	(37.45)
Add: Depreciation and ammortisation	0.05	0.05
Operating Profit/(Loss) Before Working Capital Changes	(39.86)	(37.40)
(Increase) / Decrease in other non current assets	0.80	0.80
(Increase) / Decrease In Other Short Term Assets	(0.39)	(0.01)
Increase / (Decrease) In Provisions	1.86	1.48
(Increase) / Decrease In Other Short Term Liabilities	0.25	0.31
Cash Generated (Used) In /From Operations Before Tax	2.52	2.58
Net Direct Taxes Paid	-	-
Net Cash Flow (Used) In/ From Operating Activities	(37.34)	(34.82)
B. Cash Flow From Investing Activities		
Net Cash Flow (Used) In/ From Investing Activities	-	-
Net Cash (Used) In/ From Operating And Investing Activities	(37.34)	(34.82)
C. Cash Flow From Financing Activities		
Short-term borrowings taken during the year	38.44	31.87
Net Cash (Used) In/ From Financing Activities	38.44	31.87
Net Cash (Used) In/ From Operating, Investing & Financing Activities	1.10	(2.95)
Net Increase/(Decrease) In Cash & Cash Equivalent	1.10	(2.95)
Opening Balance Of Cash & Cash Equivalent	1.11	4.06
Closing Balance of Cash & Cash Equivalent	2.21	1.11
Note: Cash and Cash Equivalents included in the Cash Flow Statement comprise of the following:-		
(i) Cash Balance in Hand	0.30	0.19
(ii) Balance with Banks :		
- In Current Accounts	1.91	0.92
Total	2.21	1.11
Significant Accounting Policies		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

P K Jain
Partner
Membership No. 086396

Place: Noida (U. P.)
Date: May 12, 2023

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Riju Jhunjhunwala
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Ravi Gupta
Company Secretary
M. No.- F5731

Notes to the Financial Statements

for the Year Ended March 31, 2023

1. CORPORATE INFORMATION

Chango Yangthang Hydro Power Limited (CYHPL) is a closely held public limited company incorporated on 12th October, 2011 under the Companies Act, 1956 having its registered office in Himachal Pradesh and Corporate office at Noida (UP). CYHPL has been granted license to develop 180 MW Chango Yangthang Hydro Power Project in the state of Himachal Pradesh. However, the company has surrendered the project. As on 31 March 2021, Bhilwara Energy Limited, the holding company owned 100% of the company's equity share capital. During the financial year 2018-19, the Company vide NCLT order dated 08th August, 2018 and subsequent registration by Registrar of Companies of the said NCLT order on 19th September, 2018 has reduced its paid up Share Capital from 6,000.00 Lakhs to 3,000.00 Lakhs.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind-As.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

a) Current versus non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:-

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

The following specific recognition criteria must also be met before revenue is recognized:

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment is recognized on declaration basis. When the right to receive payment is established.

d) Inventory Valuation

Inventories comprising of explosive stocks are valued at lower of cost and net realizable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

e) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/debentures to finance PPE and expenditure on start-up/commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on tangible fixed assets is provided on the straight line method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing ₹ 5,000.00 or below are fully depreciated in the year of addition.

Sl. No.	Fixed Asset	Useful life
1	Computers (Desktops and Laptops etc.)	3 years
2	Project Equipments	5 years
3	Office Equipments	5 years
4	Motor Vehicles	8 years
5	Electrical Installation and Equipments	10 years

The depreciation was provided in accordance with the Schedule II to the Companies Act, 2013.

f) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Impairment of Non-Financial Assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

i) Financial Instruments

Financial Assets

Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

Subsequent Measurement

Non-derivative financial instruments

• **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

• **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling

financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS-109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12 Months ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

j) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior

management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

k) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

l) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

- **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

- **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

- **Exchange differences**

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

m) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS-19) 'Employee Benefits'.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS-19) 'Employee Benefits'. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

n) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate.

However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

o) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

p) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

q) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

r) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

s) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

t) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

u) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

v) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Furniture And Fixtures	Total
Gross Carrying Value		
As at April 1, 2021	0.54	0.54
Additions	-	-
Disposals	-	-
As at March 31, 2022	0.54	0.54
Additions	-	-
Disposals	-	-
As at March 31, 2023	0.54	0.54
Depreciation		
As at April 1, 2021	0.09	0.09
Charge for the year	0.05	0.05
Disposals	-	-
As at March 31, 2022	0.14	0.14
Charge for the year	0.05	0.05
Disposals	-	-
As at March 31, 2023	0.19	0.19
Net Carrying Value		
As at March 31, 2022	0.40	0.40
As at March 31, 2023	0.35	0.35

4 LOANS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Unsecured, Considered Good				
Security Deposits *	180.00	180.00	-	-
Loan to Employees	1.13	1.93	0.80	0.80
	181.13	181.93	0.80	0.80

* In March 2014, the company deposited security ₹ 180.00 Lakhs to Government of Himachal Pradesh for Chango Yangthang HEP (180 MW).

5 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
- Balance with banks	1.91	0.92
- Cash on hand	0.30	0.19
	2.21	1.11

6 OTHER ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Upfront Premium*	3,789.45	3,789.45	-	-
Prepaid Expenses	-	-	0.07	0.05
Advance to Employee	-	-	0.37	-
	3,789.45	3,789.45	0.44	0.05

* The management of the company is of the view that the upfront premium deposited at the time of allotment amounting to ₹ 3,789.45 Lakhs would be refunded by the Directorate of Energy, Government of Himachal Pradesh on surrender of the project due to the events beyond the control of the company.

7 EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
12,00,00,000 (previous year 12,00,00,000) equity shares of ₹ 5 each	6,000.00	6,000.00
Issued, subscribed and fully paid up*		
6,00,00,000 (previous year 6,00,00,000) equity shares of ₹ 5 each fully paid	3,000.00	3,000.00
	3,000.00	3,000.00

*Consequent upon the order passed by the Hon'ble National Company Law Tribunal, Chandigarh Bench on dated 08th August, 2018, under section 66(3) of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for Reduction of share capital of the Company) Rules, 2016, the issued, subscribed and paid up equity share capital of the Company, has reduced from ₹ 60.00 Crore divided into 6,00,00,000 Equity shares of ₹ 10 each to ₹ 30.00 Crore divided into 6,00,00,000 Equity shares of ₹ 5 each by reducing face value of the share from ₹ 10 each to ₹ 5 each w.e.f. 19th September 2018.

Notes:**(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year**

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	(₹ in lakhs)	No. of Shares	(₹ in lakhs)
Shares outstanding at the beginning of the year	6,00,00,000	3,000.00	6,00,00,000	3,000.00
Change in face value during the year	-	-	-	-
Shares outstanding at the end of the year	6,00,00,000	3,000.00	6,00,00,000	3,000.00

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 5 per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders

(c) Shares held by holding/ ultimate holding company and/or their subsidiaries/associates

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	(₹ in lakhs)	No. of Shares	(₹ in lakhs)
Bhilwara Energy Limited (Holding Company)	6,00,00,000	3,000.00	6,00,00,000	3,000.00

(d) Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 5 each fully paid up				
Bhilwara Energy Limited	6,00,00,000	100%	6,00,00,000	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(e) Shares held by promoter

Particulars	Promoter Name	As at March 31, 2023		As at March 31, 2022	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity Shares of ₹ 5 each fully paid	Bhilwara Energy Limited	6,00,00,000	100%	6,00,00,000	100%
Total		6,00,00,000	100%	6,00,00,000	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

8 OTHER EQUITY

		(₹ in lakhs)
(a) Capital reserve		
Balances as at April 1, 2021		3,000.00
Addition during the financial year		-
Balances as at March 31, 2022		3,000.00
Addition during the financial year		-
Balance as at March 31, 2023		3,000.00
(b) Retained Earnings		
Balances as at April 1, 2021		(2,895.56)
Profit & (Loss) during the year		(37.37)
Balances as at March 31, 2022		(2,932.93)
Profit & (Loss) during the year		(39.77)
Balance as at March 31, 2023		(2,972.70)
(c) Retained Earnings		
Balances as at April 1, 2021		0.03
Other comprehensive income during the year		(0.08)
Balances as at March 31, 2022		(0.05)
Other comprehensive income during the year		(0.14)
Balance as at March 31, 2023		(0.19)

Nature and Description of Reserve:

- (i) Capital Reserve:
Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.
- (ii) Retained earnings:
Retained earnings constitute the accumulated profits earned by the company till date, less dividend and other distribution made to shareholders.

9 BORROWINGS

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Loan repayable on demand - unsecured		
Loans & advances from related parties (holding company-interest free)	933.85	895.42
	933.85	895.42

10 TRADE PAYABLES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	-	-
	-	-

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

11 OTHERS LIABILITY

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2023	As at March 31, 2022
Audit fee payables	1.08	1.08
Expenses payables	0.64	0.23
Statutory dues payables	0.41	0.56
	2.13	1.87

12 PROVISIONS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
- Leave encashment	5.97	5.10	0.13	0.11
- Gratuity	5.09	4.12	0.10	0.10
	11.06	9.22	0.23	0.21

13 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Other Income	0.02	0.03
	0.02	0.03

14 EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Salaries	36.20	33.93
Workmen and staff welfare expenses	0.04	0.03
	36.24	33.96

15 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Depreciation	0.05	0.05
	0.05	0.05

16 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Rent, Rates & taxes	0.07	0.05
Bank charges	-	-
Travelling & Conveyance expenses	0.01	0.02
Communication expenses	0.11	0.13
Insurance charges	0.11	0.10
Legal & Professional charges	1.48	1.38
Payment to auditor	1.71	1.71
Printing & Stationery	0.01	-
	3.50	3.39

Notes :-**(i) Payment to statutory auditors comprise (including indirect tax):**

(₹ in Lakhs)

Payment to Auditors	For the Year ended March 31, 2023	For the Year ended March 31, 2022
- Audit fee	1.18	1.18
- Fees for certification	0.53	0.53
	1.71	1.71

17 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	(0.14)	(0.08)
Total Comprehensive Income for the year	(0.14)	(0.08)

18 EARNING PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2023	For the Year ended March 31, 2022
(a) Profit / (Loss) from total operation attributable to equity shareholders	(39.77)	(37.37)
(b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (in Lakhs)	6,00,00,000.00	6,00,00,000.00
Earning Per Share - Basic (₹)	(0.00)	(0.00)
Earning per share - Diluted (₹)	(0.00)	(0.00)
Face value per share (₹)	5.00	5.00

19. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

20. COMMITMENTS AND CONTINGENCIES**(i) Contingent Liabilities**

As per the information available to the management, there is no contingent liability as at 31st March, 2023.

(ii) Commitments

The company has filed application to surrender the Chango Yangthang HEP 180 MW to Directorate of Energy, Government of Himachal Pradesh. Therefore, Capital contracts remaining to be executed on capital account and not provided for as on the date of Balance Sheet (net of advances) are ₹ NIL (previous year ₹ NIL).

21. RELATED PARTY DISCLOSURES

- a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

(i)	Bhilwara Energy Limited (BEL)	Holding Company
(ii)	Malana Power Company Limited (MPCL)	Fellow Subsidiary
(iii)	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
(iv)	Indo Canadian Consultancy Services Limited (ICCSL)	Fellow Subsidiary
(v)	BG Wind Power Limited (BGWPL)	Fellow Subsidiary
(vi)	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
(vii)	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary
(viii)	Replus Engitech Private Limited. (REPL)	Fellow Subsidiary- (w.e.f 06 th March 2023)

- b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture:

NA

- c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

NA

d) Key Management Personnel

(i)	Mr. Sushil Kumar	-	CFO
(ii)	Mr. Pardeep Kumar Sharma	-	Manager
(iii)	Mr. Amit Chauhan	-	Company Secretary, Cessation on 25 th August 2021
(iv)	Mr. Naveen Kumar Vaid	-	Company Secretary, Cessation on 06 th May 2022

- e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

NA

The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
i) Parties referred to in item (a) above		
a) Loans & Advances received from Bhilwara Energy Ltd.	38.44	31.87
ii) Parties referred to in item (b) above (N.A.)	-	-
iii) Persons referred to in (c) above (N.A.)	-	-
iv) Persons referred to in (d) above		
a) Salary of Mr. Sushil Kumar-CFO	10.43	9.64
b) Salary of Mr. Naveen Kumar Vaid-CS	0.11	-
c) Salary of Mr. Amit Chauhan-CS	-	1.51
d) Salary of Mr. Pradeep Kumar Sharma-Manager	22.87	21.43
v) Parties referred to in (e) above		

Amount outstanding as on:

(₹ in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
a) Amount due to Bhilwara Energy Ltd.	933.85	895.42
Amount due from KMP		
i. Mr. Sushil Kumar-CFO	1.93	2.73

Compensation of Key Managerial Personnel #

Particulars	As at March 31, 2023				As at March 31, 2022			
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Naveen Kumar Vaid (CS)	Total	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)	Total
Short Term Benefits	10.43	22.87	0.11	33.41	9.64	21.43	1.51	32.58
Total	10.43	22.87	0.11	33.41	9.64	21.43	1.51	32.58

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

22. EMPLOYEE BENEFIT PLAN**A. Gratuity (Unfunded)****Economic Assumptions**

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumption

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	2012-2014	2012-2014
iii) Attrition at Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 Years	1.00%	1.00%

Assets / Liability

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of obligation	5.19	4.22
Fair value of plan assets	-	-
Net assets / (liability) recognized in balance sheet as provision	(5.19)	(4.22)

Date Ending

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the end of the period	5.19	4.22

1 Service Cost

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current Service Cost	0.52	0.47
b) Past Service Cost including curtailment Gains/Losses	-	-
c) Gains or Losses on Non routine settlements	-	-
d) Total Service Cost	0.52	0.47

2 Net Interest Cost

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Interest Cost on Defined Benefit Obligation	0.32	0.24
b) Interest Income on Plan Assets	-	-
c) Net Interest Cost (Income)	0.32	0.24

3	Change in Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present value of obligation as at the beginning of the period	4.22	3.42
	b) Acquisition adjustment	-	-
	c) Interest Cost	0.31	0.24
	d) Service Cost	0.52	0.47
	e) Past Service Cost including curtailment Gains/Losses	-	-
	f) Benefits Paid	-	-
	g) Total Actuarial (Gain)/Loss on Obligation	0.14	0.08
	h) Present value of obligation as at the End of the period	5.19	4.22
4	Bifurcation of Actuarial Gain/Loss on Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
	b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(0.05)	(0.14)
	c) Actuarial (Gain)/Loss on arising from Experience Adjustment	0.19	0.22
5	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	-	-
	b) Actual Income on Plan Asset	-	-
	c) Actuarial gain /(loss) for the year on Asset	-	-
6	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	5.19	4.22
	b) Fair value of plan assets	-	-
	c) Unfunded Liability/provision in Balance Sheet	(5.19)	(4.22)
7	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	0.52	0.47
	b) Net Interest Cost	0.31	0.24
	c) Expense recognized in the Income Statement	0.83	0.71
8	Other Comprehensive Income (OCI)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net cumulative unrecognized actuarial gain/(loss) opening	-	-
	b) Actuarial gain / (loss) for the year on PBO	(0.14)	(0.08)
	c) Actuarial gain /(loss) for the year on Asset	-	-
	d) Unrecognized actuarial gain/(loss) for the year	(0.14)	(0.08)
9	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	-	-
	b) Actual return on plan assets	-	-
	c) Employer contribution	-	-
	d) Benefits paid	-	-
	e) Fair value of plan assets at the end of the period	-	-

10	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-
11	Change in Net Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net defined benefit liability at the start of the period	4.22	3.42
	b) Acquisition adjustment	-	-
	c) Total Service Cost	0.52	0.47
	d) Net Interest cost (Income)	0.31	0.24
	e) Re-measurements	0.14	0.08
	f) Contribution paid to the Fund	-	-
	g) Benefit paid directly by the enterprise	-	-
	h) Net defined benefit liability at the end of the period	5.19	4.22
12	Bifurcation of PBO at the end of year in current and non-current	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Current liability (Amount due within one year)	0.10	0.10
	b) Non-Current liability (Amount due over one year)	5.09	4.12
	c) Total PBO at the end of year	5.19	4.22
13	Expected contribution for the next Annual reporting period	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) Service Cost	0.58	
	b) Net Interest Cost	0.39	
	c) Expected Expense for the next annual reporting period	0.97	
14	Sensitivity Analysis of the defined benefit obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) Impact of the change in discount rate		
	Present Value of Obligation at the end of the period	5.19	
	a) Impact due to increase of 0.50%	(0.22)	
	b) Impact due to decrease of 0.50 %	0.23	
	b) Impact of the change in salary increase		
	Present Value of Obligation at the end of the period	5.19	
	a) Impact due to increase of 0.50%	0.23	
	b) Impact due to decrease of 0.50 %	(0.22)	
15	Maturity Profile of Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	
	a) 0 to 1 Year	0.10	
	b) 1 to 2 Year	0.09	
	c) 2 to 3 Year	0.09	
	d) 3 to 4 Year	0.09	
	e) 4 to 5 Year	0.10	
	f) 5 to 6 Year	0.10	
	g) 6 Year onwards	4.62	

B. Leave encashment (Unfunded)**Economic Assumptions**

Particulars	As at March 31, 2023	As at March 31, 2022
i) Discounting Rate	7.48 P.A.	7.37 P.A.
ii) Future salary Increase	5.50 P.A.	5.50 P.A.

Demographic Assumptions

Particulars	As at March 31, 2023	As at March 31, 2022
i) Retirement Age (Years)	60 Years	60 Years
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012 - 14)	100 % of IALM (2012 - 14)
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%
iv) Leave		
Leave Availment Rate	2.50%	-
Leave Lapse rate while in service	Nil	-
Leave Lapse rate on exit	Nil	-
Leave encashment Rate while in service	Nil	-

Assets / Liability

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of obligation	6.10	5.21
Fair value of plan assets	-	-
Net assets / (liability) recognized in balance sheet as provision	(6.10)	(5.21)

Date Ending

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of obligation as at the end of the period	6.10	5.21

1 Service Cost

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Current Service Cost	0.67	0.64
b) Past Service Cost including curtailment Gains/Losses	-	-
c) Gains or Losses on Non routine settlements	-	-
d) Total Service Cost	0.67	0.64

2 Net Interest Cost

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Interest Cost on Defined Benefit Obligation	0.38	0.32
b) Interest Income on Plan Assets	-	-
c) Net Interest Cost (Income)	0.38	0.32

3 Table showing Change in Benefit Obligation

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Present value of obligation as at the beginning of the period	5.21	4.53
b) Acquisition adjustment	-	-
c) Interest Cost	0.38	0.32
d) Service Cost	0.67	0.64
e) Past Service Cost including curtailment Gains/Losses	-	-
f) Benefits Paid	-	(0.10)
g) Total Actuarial (Gain)/Loss on Obligation	(0.17)	(0.17)
h) Present value of obligation as at the End of the period	6.10	5.21

4	Actuarial Gain/Loss on Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
	b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(0.06)	(0.19)
	c) Actuarial (Gain)/Loss on arising from Experience Adjustment	(0.10)	0.02
5	Actuarial Gain/Loss on Plan Asset	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Expected Interest Income	-	-
	b) Actual Income on Plan Asset	-	-
	c) Actuarial gain /(loss) for the year on Asset	-	-
6	Balance Sheet and related analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Present Value of the obligation at end	6.10	5.21
	b) Fair value of plan assets	-	-
	c) Unfunded Liability/provision in Balance Sheet	(6.10)	(5.21)
7	The amounts recognized in the income statement	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Total Service Cost	0.67	0.64
	b) Net Interest Cost	0.38	0.32
	c) Net actuarial (gain) / loss recognized in the period	(0.17)	(0.17)
	d) Expense recognized in the Income Statement	0.89	0.79
8	Change in plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Fair value of plan assets at the beginning of the period	-	-
	b) Actual return on plan assets	-	-
	c) Employer contribution	-	-
	d) Benefits paid	-	-
	e) Fair value of plan assets at the end of the period	-	-
9	Major categories of plan assets (as percentage of total plan assets)	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Government of India Securities	-	-
	b) State Government securities	-	-
	c) High Quality Corporate Bonds	-	-
	d) Equity Shares of listed companies	-	-
	e) Funds Managed by Insurer	-	-
	f) Bank Balance	-	-
	Total	-	-
10	Change in Net Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2023	As at March 31, 2022
	a) Net defined benefit liability at the start of the period	5.21	4.53
	b) Acquisition adjustment	-	-
	c) Total Service Cost	0.67	0.64
	d) Net Interest cost (Income)	0.38	0.32
	e) Re-measurements	(0.17)	(0.17)
	f) Contribution paid to the Fund	-	-
	g) Benefit paid directly by the enterprise	-	(0.10)
	h) Net defined benefit liability at the end of the period	6.10	5.21

11 Bifurcation of PBO at the end of year in current and non-current		(₹ in Lakhs)
Particulars	As at March 31, 2023	As at March 31, 2022
a) Current liability (Amount due within one year)	0.13	0.11
b) Non-Current liability (Amount due over one year)	5.97	5.10
c) Total PBO at the end of year	6.10	5.21

12 Expected contribution for the next Annual reporting period		(₹ in Lakhs)
Particulars	As at March 31, 2023	
a) Service Cost	0.69	
b) Net Interest Cost	0.46	
c) Expected Expense for the next annual reporting period	1.15	

13 Sensitivity Analysis of the defined benefit obligation		(₹ in Lakhs)
Particulars	As at March 31, 2023	
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period	6.10	
a) Impact due to increase of 0.50%	(0.29)	
b) Impact due to decrease of 0.50 %	0.30	
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period	6.10	
a) Impact due to increase of 0.50%	0.31	
b) Impact due to decrease of 0.50 %	(0.29)	

14 Maturity Profile of Defined Benefit Obligation		(₹ in Lakhs)
Particulars	As at March 31, 2023	
a) 0 to 1 Year	0.13	
b) 1 to 2 Year	0.11	
c) 2 to 3 Year	0.11	
d) 3 to 4 Year	0.11	
e) 4 to 5 Year	0.11	
f) 5 to 6 Year	0.12	
g) 6 Year onwards	5.41	

23. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2023 and March 31, 2022.

i) Interest rate risk

There are no long term debt obligations of the company as on March 31, 2023.

ii) Foreign currency risk

The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Hence, no further disclosure is required under this section.

iii) Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is not exposed to credit risk as no operating activities (primarily trade receivables) and financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

i) Expected credit loss for financial assets (₹ in Lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	180.00	-	180.00	180.00	-	180.00
Loan to employees	1.93	-	1.93	2.73	-	2.73
Cash and Cash Equivalents	2.21	-	2.21	1.11	-	1.11
Upfront premium	3,789.45	-	3,789.45	3,789.45	-	3,789.45

c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

Financial assets to which loss allowance is measured using 12 months expected credit loss (ECL) As at March 31, 2023

Particulars	(₹ in Lakhs)					
	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total
Loans & advances from related parties	-	-	-	933.85	-	933.85
Audit fee payables	1.08	-	-	-	-	1.08
Expenses payables	0.64	-	-	-	-	0.64
Other liabilities	0.41	-	-	-	-	0.41

Financial assets to which loss allowance is measured using 12 months expected credit loss (ECL) As at March 31, 2022

Particulars	(₹ in Lakhs)					
	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total
Loans & advances from related parties	-	-	-	895.42	-	895.42
Audit fee payables	1.08	-	-	-	-	1.08
Expenses payables	0.23	-	-	-	-	0.23
Other liabilities	0.56	-	-	-	-	0.56

24. CAPITAL MANAGEMENT**a) Risk management**

The Company's objectives when managing capital are to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of Dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimize its cost of capital as during the financial year 2022-23 and 2021-22.

25. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Security deposits	180.00	180.00	180.00	180.00
Loan to employees	1.93	1.93	2.73	2.73
Cash and Cash Equivalents	2.21	2.21	1.11	1.11
Upfront premium	3,789.45	3,789.45	3,789.45	3,789.45
Total Financial Assets	3,973.59	3,973.59	3,973.29	3,973.29
Financial Liabilities				
Loans & Advances from Related Parties	933.85	933.85	895.42	895.42
Audit fee payables	1.08	1.08	1.08	1.08
Expenses payables	0.64	0.64	0.23	0.23
Other payables	0.41	0.41	0.56	0.56
Total Financial Liabilities	935.98	935.98	897.29	897.29

I. Fair Value Hierarchy

(₹ in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2023	Level 1	Level 2	Level 3
Financial assets at amortized cost:-				
Security deposits	180.00	-	-	180.00
Upfront premium	3,789.45	-	-	3,789.45
Total	3,969.45	-	-	3,969.45

(₹ in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2022	Level 1	Level 2	Level 3
Financial assets at amortized cost:-				
Security deposits	180.00	-	-	180.00
Upfront premium	3,789.45	-	-	3,789.45
Total	3,969.45	-	-	3,969.45

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

- The management is of the view that there is no reasonable or virtual certainty to recognise the deferred tax asset as the company has surrendered the project therefore as on date there is no probability of any taxable profit in future that will be available for the deferred tax assets to be utilised. Therefore, the company has not recognised deferred tax assets.

- Due to various socio-legal issues and non-availability of the clearances from the appropriate authorities, the Board of Directors decided to surrender the project. Accordingly, the company submitted its letter dated 11th July 2017 to Directorate of Energy, Govt. of Himachal Pradesh for surrender of the project and refund of the entire upfront premium and security deposit paid on the project.

Directorate of Energy vide letter dated 03rd May 2018 had advised the company to make a presentation on 08th Jun 2018 with complete status followed by the meeting dated 12th Jun 2018. In the said meeting, it was decided that current situation at project site and concerned villages shall be assessed jointly by team of officers from DoE, Sr. Project Authority and District Administration to ascertain the ground realities with regard to the opposition of the local people towards implementation of Chango Yangthang HEP and to gather their views in this regard.

GoHP vide Notification dated 03rd Nov, 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically

refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project.

The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same. In view of this, CYHPL has reiterated its demand for refund of money along with interest. The management is confident of recovering fully the upfront premium and security deposit. The Company is in constant follow up with GoHP for refund of money.

28. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	0.00	0.00	The change in ratio is less than 25%
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.31	0.30	The change in ratio is less than 25%
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	-	-	NA
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	(1.33%)	(1.25%)	The change in ratio is less than 25%
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	-	-	N.A
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	-	-	N.A
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	-	-	N.A
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	0.00%	0.00%	The change in ratio is less than 25%
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	(1.31%)	(1.22%)	The change in ratio is less than 25%
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N.A

29. The Board, in order to realign the relation between assets and share capital of the Company and to accurately and fairly reflect the assets and liabilities of the Company in its books of accounts and for better presentation of the financial position of the Company, decided to reduce its share capital from ₹ 10 per share to ₹ 5 per share and accordingly filed an application with NCLT after getting requisite approval from the shareholders in the Extra Ordinary General Meeting held on 15th December, 2017.

The Hon'ble NCLT vide its order dated 08th August, 2018 approved the reduction of paid up share capital ₹ 6,000.00 Lakhs divided into 600.00 Lakhs share of ₹ 10 each to ₹ 3,000.00 Lakhs divided into 600.00 Lakhs share of ₹ 5 each.

30. MATERIAL UNCERTAINTIES RELATING TO GOING CONCERN

The company has written off Capital Work in progress during the year 2017-2018 ₹ 2,713.18 Lakhs on account of board decision to surrender the Chango Yangthang HEP(180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to the below main reasons/events.

Delay and uncertainty in project execution

- Local Unrest - The Company has closed the project office and stop all site activities again due to continuous unrest from the local villagers and habitants from the villages of Project Area. Security and safety issues of the employees and other assets of the company have also become important now.
- Protests & representations by the local panchayats and Sangharsh Samiti is continued.
- The State Pollution Control Board has not been able to conduct the public hearing for the project in last two years despite the completion of all formalities from our side.

Long Delay in Government Approvals and licenses lapse:

- The proposal for forest clearance lying pending with the office of the Nodal Officer, State Forest Department, Shimla for want of FRA Certificates for almost two & half years.

- The application for NOC from Ministry of Home Affairs was submitted by us to Government of Himachal Pradesh vide our letter dated 27th July 2011.
- It's a border area project and require the clearance from Ministry of Defence, Government of India. The application for NOC from Ministry of Defence was filed on 20th December 2012.
- TEC and TOR from MoEF has expired or is expiring shortly.

Since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities, the company requested for refund of security deposit and upfront premium paid for the project amounting to ₹ 3,969.45 Lakhs. In response to the request dated 1 February, 2018 the Government has not considered the request of Company for surrender of the Project and refund of the Premium and Security. However, GoHP mentioned that the company can apply for the extension in time lines without levy of the extension fees till the ground situation become favorable towards implementation of Hydro Electric Projects. The Company on 16th February, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP vide Notification dated 03rd Nov 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL.

During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project. The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

This company was incorporated as a Special Purpose Vehicle for above said 180MW HEP project and is a wholly owned subsidiary of Bhilwara Energy Limited (BEL) with no external debt.

31. OTHER STATUTORY INFORMATION:

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any transactions with companies struck off.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

32. Previous year's figures have been regrouped / reclassified wherever necessary.

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

P K Jain
Partner
Membership No. 086396

Place: Noida (U. P.)
Date: May 12, 2023

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Riju Jhunjunwala
Director
DIN-00061060

Sushil Kumar
Chief Financial Officer

O.P. Ajmera
Director
DIN: 00322834

Ravi Gupta
Company Secretary
M. No.- F5731

ANNUAL REPORT
OF
**BALEPHI JALVIDYUT COMPANY LTD.
(NEPAL)**

Corporate Information

BOARD OF DIRECTORS

Mr. Riju Jhunjhunwala
Mr. Rishabh Jhunjhunwala
Mr. S. C. Sanghai
Mr. T. C. Agarwal
Mr. O. P. Ajmera

STATUTORY AUDITORS

Vikash Todi & Associates
Chartered Accountants,
Nepal

REGISTERED OFFICE

District Kathmandu,
Wada No. 31, Putalisadak,
Kathmandu Mahanagarpalika,
Kathmandu.

INDIA OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301, U. P., India
Phone: 0120-4390300
Fax: 0120-2536268

Independent Auditors' Report

Dear Shareholders,

We have audited the accompanying financial statement of **Balephi Jalvidhyut Company. Ltd** comprising of balance sheet as of 31 March, 2023, the income statement, & statement of cash flow for the period from April 01, 2022 to March 31, 2023. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Nepal Standards on Auditing (NSAs) or relevant practices. These Standards or relevant practices require that we plan & perform audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on test basis, evidence supporting the amounts & disclosure in the financial statement. An audit also includes assessing the accounting principles used & significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis of our opinion.

We have examined the attached Financial Statements and report that:

1. We have obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit,

2. In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of such books,
3. In our opinion, the balance sheet, Income statement & statement of cash flow comply with the books of accounts maintained by the company,
4. In our opinion & to the best of our information & according to explanation given to us & from our examination of the books of accounts of the company, we have not come across the cases where the board or any member thereof or any employee there of or any employee of the company has acted contrary to the provision of the law or caused loss or damage to the company or misappropriated the funds of the company.

In our opinion, the financial statements give true & fair view of the financial position of the company as of March 31, 2023, and its cash flow and Changes in Equity for the period from April 01, 2022 to March 31, 2023.

CA. Vikash Todi

For and on behalf
Vikash Todi & Associates
Chartered Accountants

Date: 14.05.2023
Place: Kathmandu, Nepal

Balance Sheet

as at March 31, 2023

		(Nepali ₹)	
Particulars	Schedules	As on March 31, 2023	As on March 31, 2022
EQUITY & LIABILITIES			
Shareholders' Fund			
Share Capital	1	26,70,66,700	26,70,66,700
Reserve & Surplus	2	(3,85,04,577)	(3,83,19,404)
Total Shareholders' Fund [A]		22,85,62,123	22,87,47,296
Non-Current Liabilities			
Mid-term & Long term Loans			
- Secured		-	-
- Unsecured		-	-
Deferred Tax Liabilities	-	-	-
Total Mid-Term & Long Term Loans [B]	-	-	-
Current Liabilities			
Trade & Other Payables	3	4,48,94,119	4,47,97,349
Provisions	4	-	-
Total Current Liabilities [C]		4,48,94,119	4,47,97,349
Total Equity & Liabilities [A+B+C]		27,34,56,242	27,35,44,645
ASSETS			
Non Current Assets			
Property, Plant & Equipments	5	1,07,65,897	1,08,00,734
Work-in-progress		-	-
Investment in Share		-	-
Deferred Tax Assets		-	-
Total Non Current Assets [D]		1,07,65,897	1,08,00,734
Current Assets			
Inventory		-	-
Trade & Other Receivables	6	7,23,259	7,23,209
Cash and Bank Balance	7	4,47,583	4,81,199
Prepaid expenses, Advances & Deposits	8	99,05,993	99,25,993
Total Current Assets [E]		1,10,76,835	1,11,30,401
Other Assets			
Expenses Pertaining to Capitalization	9	25,16,13,510	25,16,13,510
Total Other Assets [F]		25,16,13,510	25,16,13,510
Total Assets [D+E+F]		27,34,56,242	27,35,44,644
Significant Accounting Policies and Notes to the Accounts	11		

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date

S.C. Sanghai
Director

Date: May 14, 2023
Place: Kathmandu, Nepal

CA Vikash Todi
Proprietor
Vikash Todi & Associates
Chartered Accountants

Income Statement

for the Period from April 01, 2022 to March 31, 2023

(Nepali ₹)			
Particulars	Schedules	Current Year	Previous Year
Income			
Sales		-	-
Less: Cost of goods sold		-	-
Gross Profit		-	-
Other Income			
Miscellaneous Income			71.84
Interest Income		229	37
Total Income [A]		229	109
Expenditures			
Indirect Expenses	10	1,50,565	22,600
Expenses Pending for Capitalisation		-	-
Depreciation on Fixed Assets		34,837	43,813
Total Expenditures [B]		1,85,402	66,413
Profit Before Income Tax [A-B]		(1,85,173)	(66,304)
Provision for Income Tax		-	-
Net Profit/(Loss) for the Year		(1,85,173)	(66,304)
Significant Accounting Policies and Notes to the Accounts	11		

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date

S.C. Sanghai
Director

Date: May 14, 2023
Place: Kathmandu, Nepal

CA Vikash Todi
Proprietor
Vikash Todi & Associates
Chartered Accountants

Cash Flow Statement

for the Period from April 01, 2022 to March 31, 2023

Particulars	(Nepali ₹)	
	For the period ending on March 31, 2023	For the period ending on March 31, 2022
Cash flow from operating Activities		
1. Net Profit/ Loss before tax and extraordinary items	(1,85,173)	(66,304)
Add:		
Depreciation & Write Offs	34,837	43,813
Interest expense	-	-
Decrease(Increase) in Pre-Operating Expenses Pending for Capitalisation	-	(47,04,000)
2. Operating Cash flow before Change of Working Capital		
Decrease(Increase) in Current assets (Other than Cash & Bank Balance)	19,950	(16)
Increase (Decrease) in Current liabilities	96,770	48,42,300
Interest paid	-	-
Tax paid/refund	-	-
Income/ (Expense) from extraordinary items	-	-
Net Cash flow from Operating Activities (A)	(33,616)	1,15,793
Cash flow from Investing Activities		
Interest /Dividend received		
Sale (Purchase) of Fixed assets or Investment	-	-
Net cash flow from Investing Activities (B)	-	-
Cash flow from Financing Activities		
Issue of shares (except bonus shares)	-	-
Pending Share Application Money	-	-
Dividends paid	-	-
Conversion of Pending Share Application Money into Share Capital	-	-
Net cash flow from Financing Activities (C)	-	-
Net Increase(Decrease) in cash and cash equivalents = (A+B+C)	(33,616)	1,15,793
Cash and cash equivalents at the beginning of the year	4,81,199	3,65,407
Cash and cash equivalents at the end of the year	4,47,582	4,81,199
Significant Accounting Policies and Notes to the Accounts	11	

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date

S.C. Sanghai
Director

Date: May 14, 2023
Place: Kathmandu, Nepal

CA Vikash Todi
Proprietor
Vikash Todi & Associates
Chartered Accountants

Statement of Changes in Equity

for the Period from April 01, 2022 to March 31, 2023

(Nepali ₹)				
Particulars	Share Capital	General Reserve	Retained Earnings	Total
Opening Balance (April 01, 2022)				
Share Capital	26,70,66,700	(3,83,19,404)	-	22,87,47,296
During the Period (from April 01, 2022 to March 31, 2023)				
Profit & Loss during the year	-	(1,85,173)	-	(1,85,173)
Issue of Share Capital				
Closing Balance (March 31, 2023)	26,70,66,700	(3,85,04,577)	-	22,85,62,123

Significant Accounting Policies and Notes to the Accounts 11

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date

S.C. Sanghai
Director

Date: May 14, 2023
Place: Kathmandu, Nepal

CA Vikash Todi
Proprietor
Vikash Todi & Associates
Chartered Accountants

Schedule to Forming Part of Financial Statement as on March 31, 2023

SCHEDULE - 1 : SHARE CAPITAL

(Nepali ₹)

Particulars	As on March 31, 2023	As on March 31, 2022
Authorized		
Equity Share		
15,000,000 Shares @ 100 Per Share	1,50,00,00,000	1,50,00,00,000
Issued		
Equity Share		
15,000,000 Shares @ 100 Per Share	1,50,00,00,000	1,50,00,00,000
Called and Subscribed		
Equity Share		
2,670,667/- Shares @ 100/Share	26,70,66,700	26,70,66,700
Paid Up		
Equity Share		
2,670,667/- Shares @ 100/Share	26,70,66,700	26,70,66,700
Total	26,70,66,700	26,70,66,700

SCHEDULE - 2 : RESERVE & SURPLUS

(Nepali ₹)

Particulars	As on March 31, 2023	As on March 31, 2022
Retained earning up to previous year	(3,83,19,404)	(3,82,53,099)
Profit/loss generated during this period	(1,85,173)	(66,304)
Total	(3,85,04,577)	(3,83,19,404)

SCHEDULE - 3 : TRADE & OTHER PAYABLES

(Nepali ₹)

Particulars	As on March 31, 2023	As on March 31, 2022
TDS Payable	4,770	-
P.L. Sanghai	9,56,999	9,56,999
S.C.Sanghai	25,23,650	24,37,000
G.L. Sanghai	84,85,000	84,85,000
Arpit Agrawal	4,00,000	4,00,000
Birendra Kumar Sanghai	16,00,000	16,00,000
Kiran Devi Sanghai	7,00,000	7,00,000
Manju Devi Sanghai	18,50,000	18,50,000
Nikunj Agrawal	4,00,000	4,00,000
Ram Chandra Sanghai	16,00,000	16,00,000
Sushila Devi Shanghai	17,50,000	17,50,000
Triveni Hydro Power Pvt Ltd	1,70,45,300	1,70,45,300
Nitesh Agrawal	27,00,000	27,00,000
Green Ventires Ltd	47,00,000	47,00,000
Narayan Bajaj & Associates	1,56,100	-
Audit Fee Payable	22,300	1,73,050
Total	4,48,94,119	4,47,97,349

SCHEDULE - 4 : PROVISIONS

(Nepali ₹)

Particulars	As on March 31, 2023	As on March 31, 2022
Provision for income Tax	-	-
Other Provisions	-	-
Total	-	-

SCHEDULE - 5 : STATEMENT OF FIXED ASSETS**(Nepali ₹)**

Particulars	Dep. Rate	Cost Price (Gross Block)				Depreciation				Balance (Net Block)	
		Balance as on April 01, 2022	Addition During the Period	Sales/ Transferred During the period	Balance as on March 31, 2023	Accumulated upto March 31, 2022	For The Period	Sales/Adjus. During the Period	Accumulated upto March 31, 2023	Balance as on March 31, 2023	Balance as on March 31, 2022
Pool "A"											
Land Purchased	-	1,06,16,577	-	-	1,06,16,577	-	-	-	-	1,06,16,577	1,06,16,577
Total		1,06,16,577	-	-	1,06,16,577	-	-	-	-	1,06,16,577	1,06,16,577
B. Building											
Leasehold Developments	5%	-	-	-	-	-	-	-	-	-	-
Total		-	-	-	-	-	-	-	-	-	-
Pool "B"											
Computer	25%	4,86,084	-	-	4,86,084	4,76,234	2,462	-	4,78,697	7,387	9,850
Site Furnitures & Equipments	25%	7,32,079	-	-	7,32,079	7,15,365	4,179	-	7,19,543	12,536	16,714
Office Equipments	25%	3,66,549	-	-	3,66,549	3,51,853	3,674	-	3,55,527	11,022	14,696
Furniture & Fixtures	25%	7,56,866	-	-	7,56,866	7,25,992	7,718	-	7,33,710	23,155	30,874
Total		23,41,578	-	-	23,41,578	22,69,445	18,033	-	22,87,478	54,100	72,133
Pool "C"											
Vehicle	20%	-	-	-	-	-	-	-	-	-	-
Total		-	-	-	-	-	-	-	-	-	-
Pool "D"											
Office Generator - 25KVA	15%	5,90,484	-	-	5,90,484	4,85,858	15,694	-	5,01,551	88,932	1,04,626
Current Measurement Machine	15%	1,13,904	-	-	1,13,904	1,06,507	1,110	-	1,07,616	6,288	7,397
Total		7,04,388	-	-	7,04,388	5,92,364	16,803	-	6,09,168	95,220	1,12,023
This period end Balance		1,36,62,543	-	-	1,36,62,543	28,61,809	34,837	-	28,96,646	1,07,65,897	1,08,00,734

SCHEDULE - 6 : TRADE & OTHER RECEIVABLES**(Nepali ₹)**

Particulars	As on March 31, 2023	As on March 31, 2022
Advance Income Tax	7,23,259	7,23,209
Total	7,23,259	7,23,209

SCHEDULE - 7 : CASH & OTHER BALANCE**(Nepali ₹)**

Particulars	As on March 31, 2023	As on March 31, 2022
Cash Balance [Petty Cash]	-	-
Everest Bank A/C No. 00100105200971	1,93,672	1,93,672
Global IME Bank Ltd. A/C No. 7501010000115	15,697	15,498
NIB Acc. No. 01201020013157	32,783	66,683
NIC Asia Bank Ltd. A/C No. 3241157799524002	13,472	13,386
Sunrise Bank Ltd. A/C No.00210328018017	1,91,960	1,91,960
Total	4,47,583	4,81,199

SCHEDULE - 8 : PREPAID EXPENSES, ADVANCES, LOANS AND DEPOSITS**(Nepali ₹)**

Particulars	As on March 31, 2023	As on March 31, 2022
Advance to purchase land		
Anand Kumari Sarki	8,96,485	8,96,485
Chandra Silwal	-	20,000
Hup Bahadur Bisuke	8,96,485	8,96,485
Khadga Bahadur Bisuke	8,96,485	8,96,485
Mega Star Reality Pvt. Ltd.	72,16,538	72,16,538
Total	99,05,993	99,25,993

SCHEDULE - 9 : EXPENSES PERTAINING TO CAPITALIZATION

(Nepali ₹)

Particulars	As on March 31, 2023	As on March 31, 2022
Upto Previous Period	25,16,13,510	24,69,09,510
During current period(Schedule 9A)	-	47,04,000
Less: Transfer to Profit & Loss	-	-
Total	25,16,13,510	25,16,13,510

SCHEDULE - 9A : EXPENSES DURING THE YEAR

(Nepali ₹)

Particulars	Current Year	Previous Year
License & Registration Expenses:	-	47,04,000
Survey/Project Report Expenses:	-	-
Total for this Period	-	47,04,000

SCHEDULE - 10 : ADMINSTRATIVE EXPENSES

(Nepali ₹)

Particulars	As on March 31, 2023	As on March 31, 2022
Audit Fees	-	22,600
Travelling Expenses	20,000	
ROC Expenses	86,650	
NEA Expenses	43,915	
Total	1,50,565	22,600

DETAILS OF ADVANCE TAX

(Nepali ₹)

Particulars	As on March 31, 2023	As on March 31, 2022
NIC Asia Bank Ltd.	4,85,875	4,85,860
NMB BANK LTD.	1,76,208	1,76,208
NIB Bank Ltd. 012-01020015066 (4528100)	15,324	15,324
Global IME Bank Ltd.	45,851	45,816
TOTAL	7,23,259	7,23,209

DETAIL OF SHARE CAPITAL

(Nepali ₹)

Particulars	Amount
Triveni Hydropower Pvt. Ltd.	17,54,700
Bhilwara Energy Ltd.	25,60,00,000
Purushottam Lal Sanghai	25,000
Sushila Devi Sanghai	25,000
Subhash Chandra Sanghai	37,000
Kiran Sanghai	50,000
Birendra Kumar Sanghai	50,000
Manju Devi Sanghai	25,000
Govind Lal Sanghai	50,000
Ram Chadra Sanghai	50,000
Triveni Energy Pvt. Ltd.	90,00,000
TOTAL	26,70,66,700

SCHEDULES TO & FORMING PART OF FINANCIAL STATEMENTS AS ON 31.03.2023

SCHEDULE:11 SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS

A. Significant Accounting Policies:

1. Corporate Information

Balephi Jalbidhyut Co. Ltd was registered under the Companies Act, 2053 with registration no 857/060-61 dt 17.07.2060 as a public company with register office at Triveni Complex, Putalisadak. The company was licensed by Department of Electricity Development for Balephi Hydro project at Sindupalchok District with capacity of 23.52 MW. The Company has obtained the Generation License from Department of Electricity Development on 2073/12/16 (29/03/2017).

2. Accounting Conventions

The Financial Statements are prepared under historical cost conventions following accrual basis of accounting. The company's financial statements are presented in Nepalese Rupees as the functional currency. Financial statements of company is prepared in accordance with Nepal Accounting Standards (NAS) except otherwise stated.

3. Accounting period

The financial statements cover period from April 1, 2022 to March 31, 2023.

4. Use of estimates

The preparation of financial statements in conformity with NAS/Generally Accepted Accounting Practices requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Differences between actual and estimates are recognized in the period in which the results are known/materialized.

5. Basis of Accounting

Except otherwise stated income & expenditure are recognized following accrual basis of accounting.

6. Fixed Assets

Fixed Assets are stated at cost less depreciation and the cost include all the expenses incurred up to putting the assets into use.

7. Depreciation

Depreciation has been charged on fixed assets as per diminishing balance method and the rates & procedure as prescribed in Income Tax Act, 2058.

8. Going Concern

The Financial Statements are prepared on the assumption that the Company is a going concern.

9. Current (Income) Tax

Provision for current (income) tax is recognized as per applicable provisions of Income Tax Act 2058 & Rules, 2059 along with amendments that are applicable in particular income year.

10. Deferred Tax

Deferred taxes are recognized on temporary differences that arise among financial accounts and tax accounts. A deferred tax asset is recognized on future deductible difference whereas deferred tax liability is recognized on future taxable difference arising as on balance sheet date. In current financial year deferred tax has not been recognized as the company is in construction phase.

11. Exchange rate

Transactions in foreign currency are recognized at the exchange rates prevailing on the date of transactions. All monetary items in balance sheet which are required to be settled in foreign currency are translated applying exchange rates prevailing on the balance sheet date.

B. NOTES TO ACCOUNTS

1. Pre-operating Expense

Pre-operating expenses have been booked in expenses pertaining to capitalization since the company is in construction phase and it will be capitalized accordingly at the same time as the power production will commence.

2. Related Party Transaction

Name	Relation	Transaction
Purushottam Lal Sanghai	Shareholder	Payable of NRs. 956,999/-
Subhash Chandra Sanghai	Shareholder	Payable of NRs. 2,523,650/-
Govind Lal Sanghai	Shareholder	Payable of NRs. 84,85,000/-
Mega Star Reality Pvt Ltd	Two common directors	Receivable of NRs. 72,16,538 for payment of advance to purchase land.
Triveni Hydro Power Pvt Ltd	Shareholder	Payable of NRs. 1,70,45,300/-
Green Ventures Ltd	Common shareholders	Payable of NRs. 47,00,000/-

3. Mr. Trilock Chandra Agrawal, Mr. Subhash Chandra Sanghai & Mr. Ashok Kumar Agrawal have given personal Bank Guarantee of NRs. 14,160,000/- through Sunrise Bank to Nepal Electricity Authority on behalf of company for the PPA purpose.

4. **Regrouping of figures**

Previous year figures have been re-grouped/re-arranged wherever necessary.

As per our report of even date

S.C. Sanghai

Director

Date: May 14, 2023

Place: Kathmandu, Nepal

CA Vikash Todi

Proprietor

Vikash Todi & Associates

Chartered Accountants

Notes

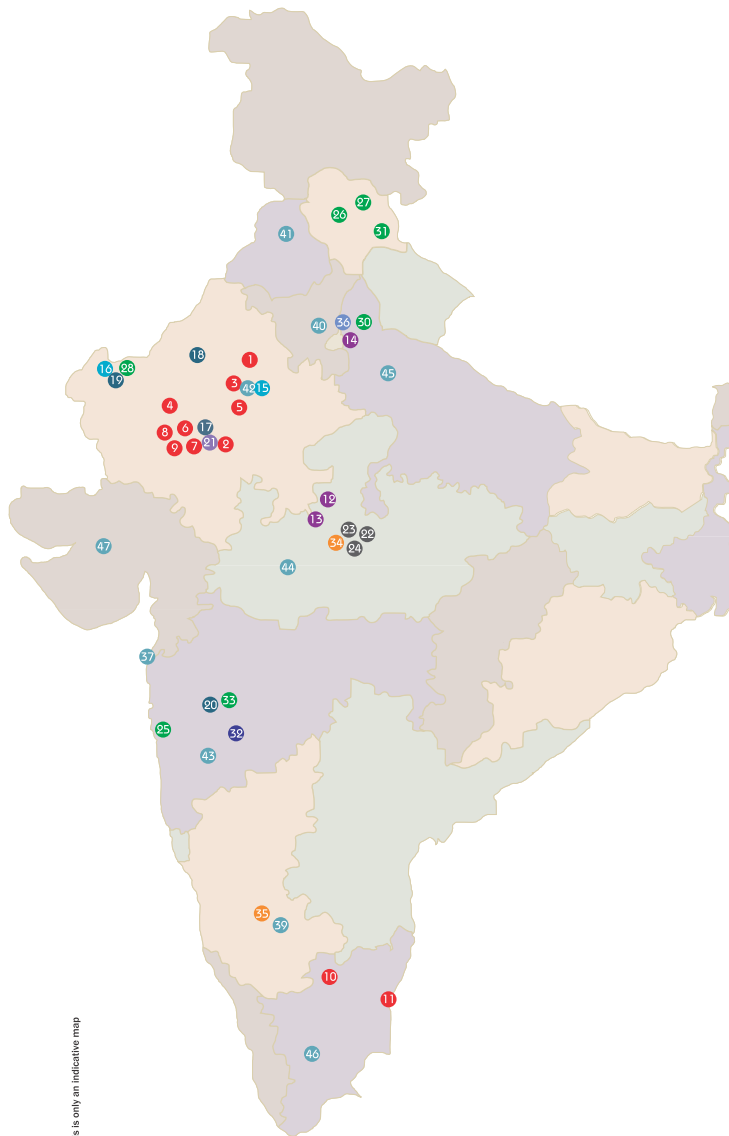
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This image shows a full page of a handwriting practice worksheet. It consists of numerous horizontal dotted lines spaced evenly across the page, providing a guide for letter height and placement. There are no margins, text, or other markings on the page.



PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

Nationwide Network



This is only an indicative map

TEXTILES

RSWM Limited

1. Kharigram
2. Mayur Nagar, Banswara
3. Mandpam
4. Kanya Kheri
5. Rishabhdev
6. Ringas
7. LNJ Nagar, Mordi
8. LNJ Nagar, Mordi

Fibre Dyeing, Spinning Dyed & Grey Yarn
Spinning PV Blended, Cotton & Open End Grey Yarn
Melange Yarn, Fibre Dyed & Yarn Dyed
Melange Yarn, Fibre Dyed & Yarn Dyed
Spinning PV Blended Grey Yarn
Fibre Dyeing & Spinning Dyed Yarn, Green Polyester Fibre
Spinning, Weaving, Processing & Finishing
Cotton Ring & Open End Spinning, Weaving & Rope, Dyeing,
Processing & Finishing Denim Fabric and Readymades
Thermal Power Generation
Cotton Spinning and Gassed Yarn
Cotton Yarn Twisting

Maral Overseas Ltd.

12. Maral Sarovar
13. Maral Sarovar
14. Noida

Cotton Spinning, Yarn Dyeing, Knitting, Dyeing & Finishing
Captive Thermal Power
Knitted Garments

BSL Ltd.

15. Bhilwara
16. Jaisalmer

PV & Worsted Spinning, Weaving & Silk Fabric
Wind Power Generation

BMD Pvt. Ltd.

17. LNJ Nagar, Mordi
18. Bikaner
19. Jaisalmer
20. Satara

Automotive Furnishing Fabric, Flame Retardant
Fabric, Furnishing Fabric
Solar Power Generation
Wind Power Generation
Wind Power Generation

Bhilwara Technical Textiles Ltd.

21. LNJ Nagar, Mordi

Technical Textiles

GRAPHITE

HEG Ltd.

22. Mandideep
23. Mandideep
24. Tawa

Graphite Electrodes
Captive Thermal Power
Captive Hydro Electric Power

POWER

Bhilwara Energy Ltd.

25. Kolhapur

Wind Power Generation

Malana Power Company Ltd.

26. Malana (Kullu)

Hydro Electric Power Generation

AD Hydro Power Ltd.

27. Manali

Hydro Electric Power Generation

BG Wind Power Ltd.

28. Jaisalmer

Wind Power Generation

NJC Hydro Power Ltd.

29. Tawang

Hydro Electric Power Generation

Indo Canadian Consultancy Services Ltd.

30. Noida

Power Engineering Consultancy Services

Chango Yangthang Hydro Power Ltd.

31. Kinnaur

Hydro Electric Power Generation

BMD Power Private Limited

32. Vhaspeth (Maharashtra)

Wind Power Generation

BATTERY ENERGY STORAGE SYSTEM

Replus Engitech Private Limited

33. Pune

Battery Energy Storage System

INFORMATION TECHNOLOGY

Bhilwara Infotechnology Ltd.

34. Bhopal
35. Bengaluru

IT Services/Medical Transcription Services
IT Services/Medical Transcription Services

OFFICES

Corporate Office

36. Noida (NCR-Delhi)

Regional / Marketing :

37. Mumbai
38. Kolkata
39. Bengaluru
40. New Delhi
41. Ludhiana
42. Bhilwara

43. Ichalkaranji
44. Indore
45. Kanpur
46. Tirupur
47. Ahmedabad



BHILWARA ENERGY LIMITED

CIN : U31101DL2006PCL148862

Corporate Office:

Bhilwara Towers, A-12, Sector-1

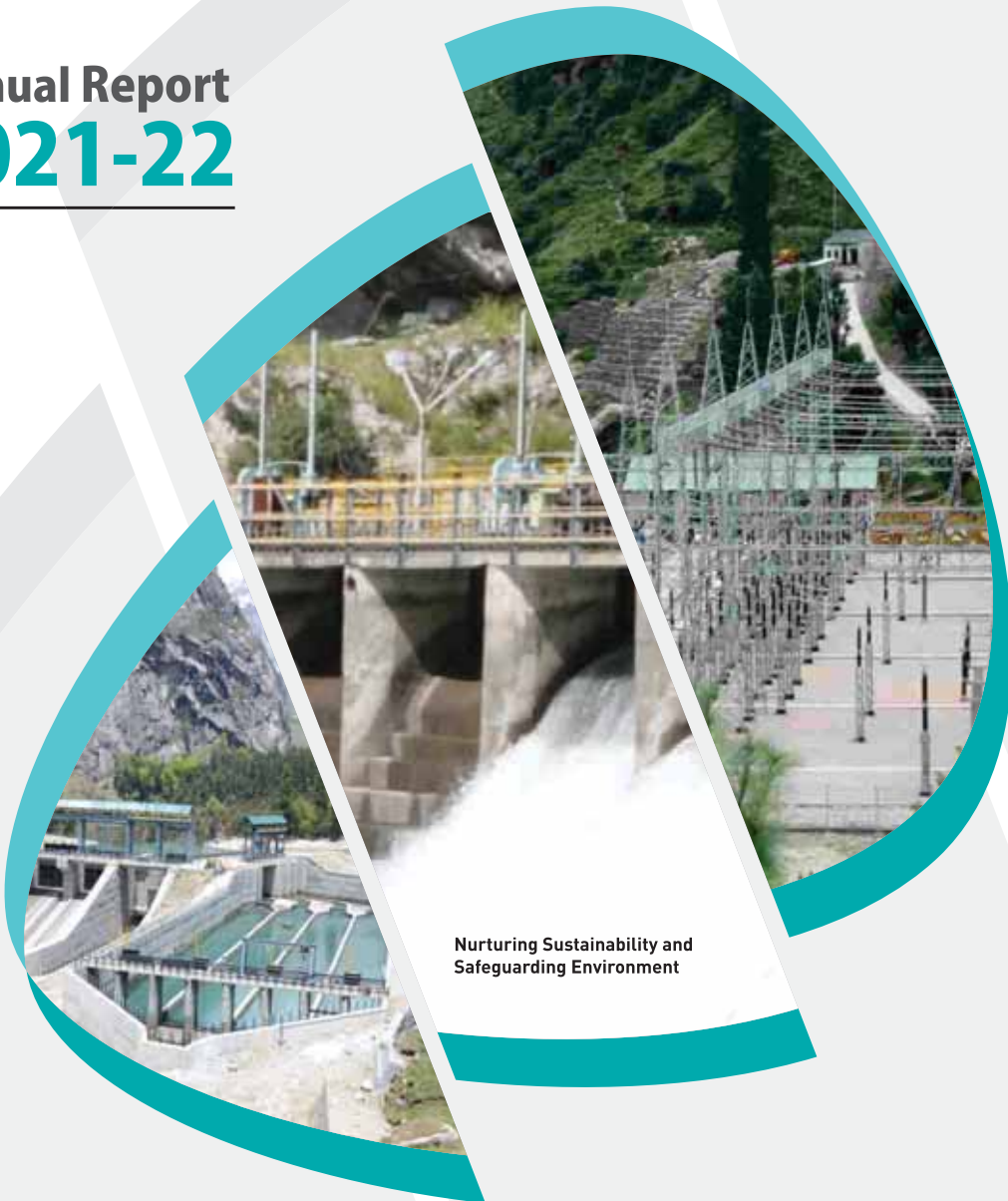
NOIDA - 201301 (NCR Delhi), India

Website : www.bhilwaraenergy.com / www.lnjbhilwara.com



PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

Annual Report **2021-22**



Nurturing Sustainability and
Safeguarding Environment



BHILWARA ENERGY LIMITED

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BG Wind Power Limited	365
NJC Hydro Power Limited	411
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Corporate Information

BOARD OF DIRECTORS

Mr. Ravi Jhunjhunwala, Chairman
Mr. Riju Jhunjhunwala, Managing Director
Mr. Rishabh Jhunjhunwala, Managing Director
Dr. Kamal Gupta
Ms. Niharika Bindra

KEY EXECUTIVES

Mr. O. P. Ajmera, President & CEO
Mr. Krishna Prasad, CFO

COMPANY SECRETARY

Mr. Ravi Gupta

TECHNICAL CONSULTANTS

M/s RSW Inc., Canada (Subsidiary of AECOM)
M/s Indo Canadian Consultancy Services Limited

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

INTERNAL AUDITORS

M/s BGJC & Associates, LLP
Chartered Accountants,
New Delhi

BANKERS

YES Bank Limited
HDFC Bank Limited
AXIS Bank Limited
State Bank of India
Punjab & Sind Bank

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi-110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector-1,
Noida -201 301 (NCR Delhi)

CIN: U31101DL2006PLC148862



Chairman's Message

“लोकाः समस्ताः सुखिनो भवन्तु”

May all beings everywhere be happy and free.

Dear Shareholders,

Beginning with this hope that all of your loved ones are safe, healthy and happy. The last year was also continued to be testing time for everyone due to the devastating impact of Covid-19. Even with the pandemic hovering around impacting economies and production capacities, we all have been resilient and strived through it towards good health and growth.

With Covid-19 challenged even the most dominant and developed countries the impact of Russia-Ukraine war has further triggered unprecedented economic and non-economic uncertainties. Despite all these disruptions, Indian economy stood tall and continue to be stable and growing strongly on global economic parameters.

Amidst all the hardships & hindrances, your Company stayed resilient and continued the operation of our power plants efficaciously. At all the times the power projects (Hydro & Wind) of the Company was running smoothly complying with the guidelines issued by the Central and State Govt. and following all precautions to ensure the health and safety of employees.

It is my immense pleasure to inform the members that despite the difficulties caused due to Covid-19 during the financial year 2021-22, the operations of the Hydro and Wind Power Projects were satisfactory. During FY 2021-22, Allain Duhangan 192 MW HEP generated 637.45 Million kWh and Malana 86 MW HEP generated 317.33 Million kWh. The generation during FY 2021-22 from 14

MW Wind project in Maharashtra was 14.16 Million kWh and from 20 MW wind project in Rajasthan was 10.60 Million kWh.

During the FY 2021-22, the company on standalone basis recorded Revenue from operations of Rs. 108.54 million as against Rs. 116.22 million during the previous financial year. The total income of the company during the financial year 2021-22 stood at Rs. 211.23 million as compared to Rs. 227.63 million during the previous financial year. The Net profit during financial year 2021-22 was at Rs. 83.01 million as compared to Net Profit of Rs. 98.67 millions in the previous financial year.

On consolidated basis, the company recorded Revenue from operation of Rs. 3,889.36 million as against Rs. 2,733.52 million during the previous financial year. The total income of the company during the financial year 2021-22 stood at Rs. 4,370.01 million as compared to Rs. 2,907.68 million during the previous financial year. The Net Profit (after non-controlling interest) during the financial year 2021-22 was at Rs. 811.64 million as compared to Net Profit of Rs. 127.96 million in the previous financial year.

The Indian power sector is one of the most diversified in the world. India is the third largest producer and second largest consumer of electricity worldwide. With installed capacity of over 400 GW, the country registered highest peak demand of 211.86 GW on June 10, 2022. It can be ascertained that the peak power demand will increase further in near future thereby creating more opportunities

for Merchant Power Plants in catering such increased demand for power.

With the integration of large quantities of renewable energy, especially Solar and Wind in the Grid, the role of hydropower has gained wide attention due to its critical role in balancing the grid and in meeting the peak power demand.

Hydro Power, which has unique features like quick ramping, black start capability etc. can play a very useful role in complementing renewable source of power and in stabilizing/ balancing the grid. Hydro projects also improve quality of life in remote hilly and backward areas by accruing incidental benefits of electrification, industrialization & road/rail communication development. It promotes conservation of fossil fuels and thereby provides escalation free and cheapest energy in the long run.

Hydro power is critical in India's response to the challenge of meeting the energy needs of an aspiring population even as climate change issues are also addressed.

India has an estimated hydro power potential of about 1,50,000 MW, out of which only about 46,722.52 MW (as on 31.03.2022) has been commissioned. Hydro energy resources are primarily available in Himalayan range in the Northern and North-Eastern parts of the countries. The scenario signifies that there is ample opportunity for consistent growth of business in hydro sector in near future.

The government is also focusing on renewable sources to generate energy. India's installed renewable energy capacity stood at 109.89 GW as of March 2022. Within renewable energy, the contribution of wind energy currently stands at over 25%. 93.6 GW of wind capacity was installed worldwide, including 21.1 GW of offshore wind in 2021, which is three times more than in 2020. This is a clear sign of the incredible resilience and upward movement of the global wind energy industry.

Government of India has set an ambitious target of achieving the goal of 500 GW of non-fossil fuel capacity by 2030. In order to support and achieve this ambitious goal of 500 GW, installation of Energy Storage Systems (ESS) such as Battery Energy Storage System, Hydro Pump Storage Plants etc, becomes more important than ever. Further, as the energy dynamics of India changes with significant increase of renewable power share in the Indian electricity grid, balancing of intermittent power from solar and wind also becomes more significant. ESS may act as a crucial pivot in managing fluctuations of renewable power generation at the grid level.

In May 2021, the government approved the production linked incentive (PLI) scheme for manufacturing advanced chemistry cell (ACC) batteries at an estimated outlay of Rs. 18,100 crore (US\$ 2.44 billion); this move is

expected to attract domestic and foreign investments worth Rs.45,000 crore (US\$ 6.07 billion).

In the Union Budget of 2022-23, the Government announced funding for the production linked incentive (PLI) scheme for domestic solar cells and module manufacturing of Rs. 24,000 crore (US\$3.21 billion).

Ministry of Power vide letter dated 26.02.2021 has requested all the States to prepare a road map for shifting over to Smart Pre-Payment Meters (Smart meters). The Electricity (Rights of Consumers) Rules, 2020 was notified on 31.12.2020 and as per this Rule, no connection shall be given without a meter and such meter shall be the Smart pre-payment meter.

Government is doing its part to promote and accelerate the power sector of the Country through various production linked incentives (PLI), hence encouraging more private corporates to compete for the renewables power projects.

As a responsible corporate, your company has always played a pivotal role by implementing various social welfare schemes and activities through its CSR policies to bring growth and prosperity at the locations where the company's power projects operates. As part of the initiatives under Corporate Social Responsibility (CSR), the company through its subsidiary companies have undertaken projects in the areas of promotion of education, taking initiatives towards rural development, healthcare, plantation & environment sustainability and women empowerment. During the financial year 2021-22, an amount of Rs 12.11 million was spent as CSR expenditure and further Rs.9.80 million has been earmarked for long term projects. The company has gone beyond the realms of what is required under law for CSR and has also spent Rs. 7.93 million on various community development programs to assist the local community live a better life.

I would like to express my gratitude to all stakeholders, business partners, customers and various Ministries of Govt. of India, especially Ministry of Power for providing valuable guidance and support in our efforts. I would also like to thank various State Governments for all the support they had extended to our businesses. I would also like to place on record my sincere appreciation to my esteemed colleagues on the Board for their continued support.

None of this would have been possible without the continuous and untiring efforts of our employees, I also take this opportunity to thank them for their services.

With Best Regards,

Ravi Jhunjunwala
Chairman

Proven record of excellence...

Bhilwara Energy Limited (BEL) is the flagship Company in the power sector of the LNJ Bhilwara Group. The Group is one of India's most credible and trusted with turnover of INR 9,120 Crores (\$1.22 Billion) as on 31st March, 2022.

Being the principal Company for all its power ventures globally, BEL is focusing on the Group's portfolio in power business and power generation.

The Company has the marquee partners such as Statkraft, Norway, AECOM (RSW Inc.), Canada and International Finance Corporation, Washington.

The Company's subsidiary, Indo Canadian Consultancy Services Limited, has expertise in power project consultancy in hydro and thermal projects.



Our Projects...

The Company is a team of highly experienced and qualified professionals which have the capability of executing complex projects in the renewable energy segment.

BEL has two hydroelectric projects and two wind power projects:

- 86 MW Malana HEP in Himachal Pradesh
- 192 MW Allain – Duhanagan HEP in Himachal Pradesh
- 14 MW Wind Power Project in Bhendewade, Maharashtra
- 20 MW Wind Power Project in Jaisalmer, Rajasthan



Capacity to nurture more...

The Company has developed the best practices by its commitment to achieving excellence in the Quality of generation and supply of dependable power to its customer and nurturing sustainability and safeguarding the environment.

As recognition of its focus towards, Occupational Health & Safety, Environment and Quality aspects, AD Hydro Power Ltd. has established Occupational Health & safety management system, Environment Management System & Quality Management System compatible to ISO 45001:2018, ISO 14001:2015 & ISO 9001:2015 respectively,

Malana Power Company Ltd. is also an ISO 45001:2018, ISO 14001:2015 & ISO 9001:2015 certified company, compliant with the requirement of these Occupational Health & safety, Environment Management System & Quality Management System respectively.



CSR Initiatives...

Free medical general health check-up camp was conducted by Malana Power Company Limited on 9th March 2022 at Village Grahan under Kasol Panchayat. Doctors were invited from Sri Harihar Hospital Dhalpur, Kullu for this camp.



Financial Support to New Ajeevika Women Self Help Group



Encouraging young growing buds to go to School



Intensive Pulse Polio Immunization Campaign



MPCL Plantation Drive



Samphia Foundation supported by AD Hydro Power Limited in the field of disability.
“Inclusion Awareness Camp with support of ADHPL”



DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2021-22

The Members

Bhilwara Energy Limited

Dear Members,

Your Directors are pleased to present their Sixteenth (16th) Annual Report together with the Audited standalone and consolidated Financial Statement for the Financial Year ended March 31, 2022.

1. FINANCIAL PERFORMANCE

(In ` Millions)

Particulars	Standalone		Consolidated	
	For the financial year ended		For the financial year ended	
	31 st March 2022	31 st March 2021	31 st March 2022	31 st March 2021
Revenue from operations	108.54	116.22	3,889.36	2,733.52
Other Income	102.69	111.41	480.65	174.16
Total Revenue	211.23	227.63	4,370.01	2,907.68
Profit before Finance Cost, Depreciation & Amortization expenses and exceptional items	160.14	178.43	3,087.87	1,727.44
Finance Cost	32.70	42.59	350.63	491.91
Depreciation & Amortization Expenses	37.86	37.86	653.33	697.13
Profit/(Loss) before tax and exceptional items	89.58	97.98	2,083.91	538.40
Exceptional Items Add/(Less)	(6.57)	0.695	(0.239)	1.25
Profit/(Loss) before tax	83.01	98.67	2,083.67	539.65
Less: Tax Expenses	-	-	267.56	178.90
Net Profit/(Loss)	83.01	98.67	1,816.11	360.75
Less : Profit attributable to the non-controlling interest	-	-	1,004.47	232.79
Profit attributable to the owners of the Company	83.01	98.67	811.64	127.96
Earning Per Share (in `)				
i) Basic	0.50	0.60	4.90	0.77
ii) Diluted	0.50	0.60	4.90	0.77

The Standalone and Consolidated Audited Financial Statement for the Financial Year 2021-22 is attached to this Annual Report, and also available on the website of the Company www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE

Standalone financial performance:

During the current financial year 2021-22, the company on standalone basis recorded the Revenue from operations of ` 108.54 million as against Revenue of ` 116.22 million during the previous financial year. The total income of the company during the current financial year stood at ` 211.23 million as compared to ` 227.63 million during the previous financial year. The other income mainly attributed towards the dividend income received from the subsidiary company.

The Net profit during financial year 2021-22 was at ` 83.01 million as compared to Net Profit of ` 98.67 millions in the

previous financial year.

Consolidated financial performance:

During the financial year 2021-22, the company on consolidated basis recorded the Revenue from operation of ` 3,889.36 million as against ` 2,733.52 million during the previous financial year. The total income of the company during the current financial year stood at ` 4370.01 million as compared to ` 2907.68 million during the previous financial year.

The Net Profit (after non-controlling interest) during the financial year 2021-22 was at ` 811.64 million as compared to Net Profit of ` 127.96 million in the previous financial year.

3. SUBSIDIARY, JOINT VENTURES AND ASSOCIATES

As on 31st March, 2022, the company has seven (7) subsidiaries, which are as follows:

- * Malana Power Company Limited
- * AD Hydro Power Limited (Step Down Subsidiary)
- * NJC Hydro Power Limited
- * Chango Yangthang Hydro Power Limited
- * BG Wind Power Limited
- * Indo Canadian Consultancy Services Limited
- * Balephi Jalvidhyut Company Limited, Nepal

The Audited Financial Statement of each of the subsidiary company has been placed on the website of the company i.e. www.bhilwaraenergy.com. The Financial Statements of the Subsidiary Companies are kept for inspection at the registered office of the Company. The Company shall provide the copy of the financial Statements of its Subsidiary Companies to the shareholders upon their request.

There has been no material change in the nature of Business of the subsidiaries.

A report on the performance and financial position of the Subsidiary Company as per the Companies Act, 2013 in Form AOC-1 is annexed as **Annexure-I** forming part of this report.

4. CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited consolidated financial statements together with Auditors' Report form part of the Annual Report.

The consolidated financial statements are also available on the website of the Company and can be accessed on www.bhilwaraenergy.com.

5. STATE OF COMPANY AFFAIRS / PROJECT STATUS & INFORMATION ABOUT SUBSIDIARY COMPANIES

PROJECTS DEVELOPED BY THE COMPANY

14 MW Wind Power Project in Distt. Kolhapur, Maharashtra

The generation during the current financial year 2021-22 is 14.16 Million kWh as compared to 18.54 Million kWh in the previous financial year 2020-21. The Company recorded Revenue from operations of ` 108.54 million as against Revenue of ` 116.22 million in the previous

financial year. The power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term PPA for 13 years. The Project is availing Generation Based Incentives (GBI) provided by MNRE, Government of India.

HYDRO POWER PROJECT UNDER THE SUBSIDIARIES

(i) Malana Power Company Limited-86 MW Malana HEP (Himachal Pradesh)

Malana Power Company Ltd. (MPCL), a subsidiary of your company, is engaged in the generation & transmission of energy from its 86 MW Malana Hydro Electric Project in the state of Himachal Pradesh. The Malana HEP is in operation since 2001.

MPCL recorded revenue from operations of ₹ 1139.30 million during the financial year 2021-22 as compared to ₹ 734.81 million in the previous financial year. The other income during the financial year 2021-22 was ₹ 552.40 million vis-a-vis ₹ 175.30 million in the financial year 2020-21, out of which ₹ 139.43 million (PY ₹ 139.43 million) is attributable to the interest on sub-debt provided to AD Hydro Power Limited (subsidiary company).

The Net profit during the financial year 2021-22 is ₹ 940.13 million as compared to ₹ 224.57 million in the previous financial year.

The generation during the financial year 2021-22 stood at 317.73 Million Kwh as compared to 337.93 Million kWh in the previous year.

(ii) AD Hydro Power Limited- 192 MW Allain Duhangan HEP (Himachal Pradesh)

AD Hydro Power Ltd (ADHPL), a step down subsidiary of your Company, is engaged in the generation & transmission of energy from its 192 MW Allain Duhangan Hydro Electric Project in the state of Himachal Pradesh.

ADHPL recorded revenue from operations of ₹ 2558.07 million during the financial year 2021-22 as compared to ₹ 1,761.99 million in the previous financial year. The Net profit during the financial year 2021-22 is ₹ 983.04 million as compared to net profit of ₹ 216.86 million in the previous financial year. The profitability of the company increased during the FY 2021-22.

The generation during the financial year 2021-22 stood at 637.45 Million kWh as compared to 640.51 Million kWh in the previous financial year.

(iii) NJC Hydro Power Limited-780 MW Nyamjang Chhu HEP (Arunachal Pradesh)

NJC Hydro Power Limited (NHPL), a wholly owned subsidiary of your company, is having license to develop 780 MW Nyamjang Chhu Hydro Electric Project in the state of Arunachal Pradesh. However the Project has been rendered not doable by the Wildlife Institute of India (WII) in order to protect the habitat of Black Neck Cranes. The Company has already initiated the process of claiming the refund of upfront premium paid to the Govt of AP due to non-viability of the Project.

As per directions of Hon'ble Supreme Court, the company invoked arbitration proceedings. The company has also initiated the process of negotiation with GoAP for settlement within the ambit of Memorandum of Agreement.

(iv) Chango Yangthang Hydro Power Limited-180 MW Chango Yangthang HEP (Kinnaur District, Himachal Pradesh)

Chango Yangthang Hydro Power Ltd (CYHPL), a wholly owned subsidiary of your company, was having license to develop 180 MW Chango Yangthang Hydro Electric Project in the state of Himachal Pradesh.

Due to various socio legal issues not in the control of the company, the company has surrendered the project and filed an application with Govt. of H.P. for refund of upfront premium and security deposit of ₹ 3,969.45 Lakhs along with interest @10%. The Company is constantly following up with the State Government for the refund of the said amount with interest.

(v) Balephi Jalvidhyut Company Ltd-23.52 MW Balephi HEP (Nepal)

Balephi Jalvidhyut Company Limited (BJCL), Nepal, a subsidiary of your company, has a license to develop 23.52 MW Hydro Power Project in Nepal.

Due to various reasons, the company has decided not to execute the project and exploring the possibility of selling its stake in BJCL.

WIND POWER PROJECTS UNDER SUBSIDIARIES

(i) BG Wind Power Limited-20 MW Wind Power Project in Distt. Jaisalmer, Rajasthan

BG Wind Power Limited, a wholly owned subsidiary of your company, is engaged in the generation of 20 MW Wind power project in Distt. Jaisalmer, Rajasthan. The Company had signed Power Purchase Agreement (PPA) with Jodhpur Vidyut Vitran Nigam Limited for sale of power at Average Power Purchase Cost (APPC) as approved by RERC from time to time. However such PPAs were signed by Discoms for a block of three years with an option to renew for another 3 years. The Company's PPA with Discoms expired on 31st March 2019 and subsequently Discoms refused to renew the PPA for not only with the company but also with all wind and solar power generators in the state rendering almost 636 MW capacity without PPA.

The matter related to PPA is presently sub judice with Rajasthan High Court. However, the power generated is still being given to Discom pursuant to directions of Hon'ble High Court but revenue is not being realized from 1st April 2019 onwards. However, the revenue is booked in the books of account based upon RERC approved tariff but the company is not being able to raise invoices to Discom in absence of PPA and therefore could not get REC issued also. Further, factors like lower generation due to evacuation constraint at Akal substation, feeder constraint & RoW by local/Inox vendors at site & lower wind speed have also been responsible to render generation of power at quite lower level.

The generation during the current financial year 2021-22 is 10.60 MUs as compared to 18.82 MUs in the previous year 2020-21.

The total revenue from operations during the current financial year 2021-22 is ₹ 42.55 Million as compared to ₹ 70.90 Million in the previous financial year.

The Company suffered loss of ₹ 105.98 million in the financial year 2021-22 as against loss of ₹ 84.14 million during the previous financial year. The

revenue is being recognized on provisional basis based on tariff as mentioned in RERC (REC) Third Amendment Regulations, 2019.

In view of the prevalent situation, the Board of Directors of your Company has decided to sale equity investment in BG Wind to M/s RSWM Ltd., which will ultimately use the power generated from the 20 MW plant for its captive use. However, the transfer is yet to take place.

OTHER SUBSIDIARIES

(i) Indo Canadian Consultancy Services Limited

Indo Canadian Consultancy Services Ltd (ICCS), subsidiary of your company, is engaged in the consultancy of hydro power and irrigation projects with wide range of services like investigations, due diligence studies, preparation of prefeasibility reports and detailed project reports, detailed design and drawings, technical specification, construction supervision, pre tender engineering, lender's engineer services etc.

During the current financial year 2021-22, ICCS recorded Revenue from operation of ₹ 42.40 million as against ₹ 51.68 million in the previous year. During the current financial year 2021-22, ICCS recorded Net Profit of ₹ 7.95 million as against profit of ₹ 13.13 million during the previous financial year.

6. DIVIDEND

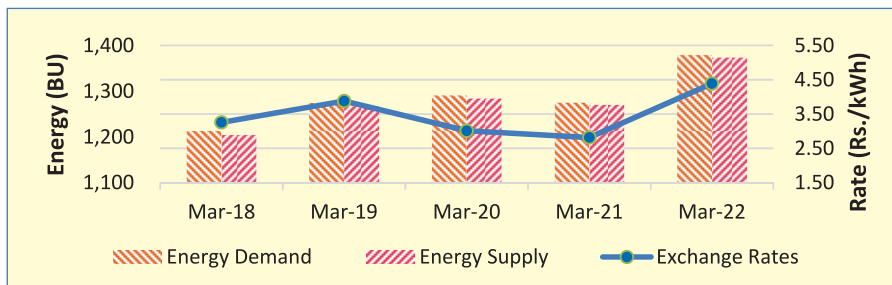
In view of accumulated losses, your Directors do not propose any dividend for the financial year under review.

7. INDUSTRY POTENTIAL & DEVELOPMENT

India is the third largest producer and consumer of electricity in the world with all India installed power generation capacity as on 31.03.2022 stood at 399.50 GW comprising of 236.11 GW from Thermal, 46.72 GW from Hydro, 6.78 GW from Nuclear and 109.89 GW from Renewable.

During the fiscal year 2021-22, the energy availability was 1,374 BU as against requirement of 1,380 BU kWh with a marginal shortfall of 0.4% and peak demand met was 200 GW as against peak demand of 203 GW with a marginal shortfall of 1.2%. The average monthly market clearing price at the Indian Energy Exchange (IEX) remained moderate taking the average price to ₹ 4.39/kWh in 2021-22 @ Regional Periphery. During 2021-22, total short term power transactions were approximately 14% of yearly generation. The following "Table-1" indicates the energy demand/ supply along with exchange rates during last 5 years.

Table 1: Energy Demand/ Supply & Exchange rates during last 5 years.



During the FY 2021-22, Central Electricity Regulatory Commission (CERC) issued notification dated 21st March 2022 on National Open Access Registry (NOAR) which started its operation from 1st May 2022. It provide a single point electronic interface for all the stakeholders, availing short term open access in inter-State transmission system including short term customers, state distribution utilities, state/central/IPP generators, trading licensees, Power Exchanges, NLDC, RLDCs, SLDCs. Due to applicability of NOAR platform, the centralized controlling of power transmission is easier as well as it provides better management & operation of power transmission in ISTS. Severe scarcity of coal for power generation which started from mid- February'2022 clubbed with rise in day temperature resulted into exchange prices upward movements and remains in the highest range for most of the time. Concerned with high energy cost, CERC on 1st April 2022 directed exchanges to cap the price at ₹ 12/kWh for DAM and RTM segments. Further, from 6th May 2022, CERC also capped the exchange price at ₹ 12/kWh on all the market segments (DAM, GDAM, RTM, Intraday, Day Ahead Contingency and Term-Ahead, GTAM) till 30th June 2022.

Recently, CERC notification dated 7th June 2022 also notifies the regulation on "Connectivity and General Network Access to the inter-State Transmission System" which provides non-discriminatory access to the inter-State transmission system for an estimated maximum injection and for a consumer to draw for a specified period and the buying entity/ trader/ exchanges are only eligible for booking of transmission corridor under T-GNA after adjustment of POC transmission charges against the LTA quantum approved by Central Transmission Utility (CTU) for the buying entity. This is in line with the concept of "one nation, one grid".

In the last two financial years, India have witnessed a country wide lock down due to Covid pandemic and causing a severe slowdown in industrial and economical activities. After several waves of Covid and lockdown, nearly all industrial & economic activities are now working at their full capacity. All India power consumption is also showing an increasing trend as most of the industrial and commercial activities are allowed by the Government. Peak power demand met touched the milestone figure of approx 211 GW in June 2022 itself and it can be ascertained that the peak power demand will increase

further in near future thereby creating more opportunities for Merchant Power Plants in catering such increased demand for power.

Going forward, it is expected that the demand may grow steadily during the coming months as commercial establishments and economic activities continue their full operational capacities to cater to the continued economic growth of the country, creating more volume in the power market with strengthening of financials of Discoms. Moreover, Indian Power Market may further deepen its roots so as to create a more vibrant and robust power sector if adequate policy support is provided particularly to the private players.

Renewable Energy continues to be a forefront segment in Indian power sector and it has witnessed consistent growth in the last decade. Renewable Energy currently constitutes 27.5% (Mar'22) of the overall installed capacity compared to 3.3% share in 2002. As of March 2022, India's Renewable Energy installed capacity stands at 109.89 GW.

Government of India has set an ambitious target of achieving the goal of 500 GW of non-fossil fuel capacity by 2030. In order to support and achieve this ambitious goal of 500 GW, installation of Energy Storage Systems (ESS) such as Battery Energy Storage System, Hydro Pump Storage Plants etc, becomes more important than ever. Further, as the energy dynamics of India changes with significant increase of renewable power share in the Indian electricity grid, balancing of intermittent power from solar and wind also becomes more significant. ESS may act as a crucial pivot in managing fluctuations of renewable power generation at the grid level.

Power sector has always been and will remain as one of the core pillars of a developing economy like India. With recent surge in imported coal & gas prices which led to acute shortage of power across the country, it is the time, India should move expeditiously to become self-sufficient for its energy needs. ESS (Battery storage & Pumped storage both) have potential to become the mainstay for energy needs in the coming decades. Innovative policies and conducive regulatory environment would definitely help to propel us towards being self-reliant for the energy needs of the country.

8. CORPORATE GOVERNANCE

The Company is committed to achieve the high standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their interest.

The majority of the Board comprises of Non-Executive Directors' including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, affecting the financial position of the Company have occurred during the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

10. INTERNAL CONTROL / INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal controls in place commensurate with the size and nature of its business. Internal Audit is conducted by outside Auditing Firms. The Internal Audit Reports are reviewed by the top management and the audit committee and timely remedial measures are ensured.

Further, the Internal Financial Control framework is under consistent supervision of Audit Committee, Board of Directors and also Independent Statutory Auditors. During the year, no reportable material weakness in the design or operations was observed.

11. PERSONNEL

(i) INDUSTRIAL RELATION

The Industrial Relations during the period under review generally remained cordial at the plants and corporate office of the Company without any untoward incidents.

(ii) PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure –II**.

12. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2022.

13. RESERVES

The Company has not transferred any amount to the General Reserve for the FY 2021-22.

14. SHARE CAPITAL

a) Issue of equity shares with differential rights

During the financial year 2021-22, no equity shares have been issued with differential rights.

b) Issue of sweat equity shares

During the financial year 2021-22, no sweat equity shares have been issued.

c) Issue of employee stock options

During the financial year 2021-22, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2021-22 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the

benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

15. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

In your Company M/s Bhilwara Energy Limited, there are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future. Further, the Members may please take note of the below status in case of the subsidiary companies:

- 1. In case of M/s NJC Hydro Power Limited (NHPL),** the wholly owned subsidiary of your Company, the Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA) with respect to 780 MW Nyamjang Chhu Hydro Electric Project. As per directions of Hon'ble Supreme Court, the process of arbitration has also started. The company has also initiated the process of negotiation with GoAP for settlement within the ambit of Memorandum of Agreement. Wildlife Institute of India (WII) has recommended that the project is not to be constructed to protect the habitat of Black Neck Cranes. The outcome of Arbitration/ settlement will have impact on the subsidiary company's future.
- 2. In case of M/s BG Wind Power Limited (BGWPL),** the wholly owned subsidiary of your Company, the Power Purchase Agreement expired on 31st March, 2019. RERC vide amendment regulation dated 05th March, 2019 has capped the price of electricity component to average of pooled cost for JdVVNL i.e. ₹ 3.14/kwh with discretion of DISCOM to execute the PPA for entire balance life of the project. BGWPL has submitted all required documents to RRECL (nodal agency) for Renewal of PPA and even RRECL has also sent its recommendation to RUVNL for Renewal of PPA. However, the Discom has not yet executed the extension of the PPA. The matter related to PPA is presently sub-judice with Rajasthan High Court. BGWPL has also filed Interim Application with High court for interim relief for direction to Discom to make payment for energy already injected and continue to make payment till disposal of the case, but the same is also not decided by the High Court. To the extent of RERC Amendment Regulation dated 05th March, 2019 and probable High Court Order, it will have impact on the subsidiary company's revenue and future.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure III** forming part of this Report.

**17. DIRECTORS AND KEY MANAGERIAL PERSONNEL
DIRECTORS RETIRE BY ROTATION IN THE ENSUING**

AGM

Pursuant to the provisions of Companies Act, 2013, Mr. Ravi Jhunjunwala (DIN: 00060972), Mr. Riju Jhunjunwala (DIN:00061060) and Mr. Rishabh Jhunjunwala (DIN: 03104458) shall retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment. The Board recommends their re-appointment.

• RE-APPOINTMENT OF MR. RIJU JHUNJHUNWALA AS THE MANAGING DIRECTOR (KMP)

The term of Shri Riju Jhunjunwala (DIN: 00061060), as the Managing Director will be expired on 16th August, 2022. The Board, subject to approval of members, in their meeting held on 5th August 2022 and on the recommendation of Nomination and Remuneration Committee, has re-appointed him as the Managing Director of the Company for a period of 3 years commencing from 17th August, 2022 to 16th August, 2025 in terms of Section 2(54) of the Companies Act, 2013.

The Board recommends his re-appointment as Managing Director.

• RE-APPOINTMENT OF MR. RISHABH JHUNJHUNWALA AS THE MANAGING DIRECTOR

The term of Shri Rishabh Jhunjunwala (DIN: 03104458) as the Managing Director will be expired on 16th August, 2022. The Board, subject to approval of members, in their meeting held on 5th August 2022 and on the recommendation of Nomination and Remuneration Committee, has re-appointed him as the Managing Director of the Company for a period of 3 years commencing from 17th August, 2022 to 16th August, 2025 in terms of Section 2(54) of the Companies Act, 2013.

The Board recommends his re-appointment as Managing Director.

❖ During the year, the following changes occurred in the Directors/ KMP's of the Company:-

**• APPOINTMENTS/ RE-APPOINTMENTS
DIRECTORS RETIRE BY ROTATION**

During the year, Mr. Ravi Jhunjunwala (DIN:00060972), Mr. Riju Jhunjunwala (DIN:00061060) and Mr. Rishabh Jhunjunwala (DIN: 03104458) retired by rotation at the 15th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 15th Annual General Meeting of the Company held on 30th September, 2021.

DECLARATION FROM INDEPENDENT DIRECTORS

Your Directors further inform the members that declarations under section 149(7) of the Companies Act, 2013 have been taken from the Independent Director/s at the beginning of the financial year confirming that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their

status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following acted as the Key Managerial Personnel of the Company:

- Mr. Riju Jhunjhunwala, Managing Director
- Mr. Ravi Gupta, Company Secretary
- Mr. Krishna Prasad, Chief Financial Officer (CFO)

18. MEETINGS

(i) MEETINGS OF THE BOARD

The Board of Directors had met four (4) times during the financial year 2021-22. The Meeting of the Board were held on 19th May, 2021, 06th August, 2021, 03rd November, 2021 and 04th February, 2022.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The Attendance of the Board meetings held in the financial year 2021-22 is as below:

S. No.	Name of the Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Ravi Jhunjhunwala	Chairman & Non-Executive Director	4	4
2	Mr. Riju Jhunjhunwala	Managing Director	4	4
3	Mr. Rishabh Jhunjhunwala	Managing Director	4	1
4	Dr. Kamal Gupta	Non-Executive Director (Independent Director)	4	4
5	Ms. Niharika Bindra	Non-Executive Director (Independent Director)	4	1

(ii) AUDIT COMMITTEE

During the financial year 2021-22, the Audit Committee reviewed the Company's financial results, Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2021-22.

The majority of the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee.

During the financial year 2021-22 four (4) Audit Committee Meetings were held. The meetings were held on 19th May, 2021, 06th August, 2021, 03rd November, 2021 and 04th February, 2022.

The Composition & Attendance of the Audit Committee meetings held during the financial year 2020-21 is as below:

S. No.	Name of the Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Member	4	4
2.	Dr. Kamal Gupta	Member	4	4
3.	Ms. Niharika Bindra	Member	4	1

The Company Secretary acts as the Secretary to the Committee.

(iii) NOMINATION AND REMUNERATION COMMITTEE MEETING

During the financial year 2021-22, there were no matters required to convene the meeting of Nomination and Remuneration Committee. Therefore, no meetings was held during the year.

The Composition of the Nomination & Remuneration Committee is as below:

S. No.	Name of the Director	Designation
1.	Dr. Kamal Gupta	Chairman & Member
2.	Mr. Ravi Jhunjhunwala	Member
3.	Ms. Niharika Bindra	Member
4.	Mr. Rishabh Jhunjhunwala	Member

(iv) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING

During the financial year 2021-22, One Corporate Social Responsibility Committee Meeting was held on 6th August, 2021.

The Composition & attendance of the Corporate Social Responsibility Committee meeting held in the financial year 2021-22 is as below:

S. No.	Name of the Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Dr. Kamal Gupta	Chairman & Member	1	1
2.	Mr. Ravi Jhunjhunwala	Member	1	1
3.	Mr. Riju Jhunjhunwala	Member	1	0

The Company Secretary acts as the Secretary to the Committee.

(v) INDEPENDENT DIRECTORS' MEETING

The Independent Directors met on 04th February, 2022 without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a

whole; the performance of the Chairman of the Company, taking into account the views of Managing Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

19. GENERAL MEETINGS

The Annual General meeting of the members of the Company for the Financial Year 2020-21 was held on 30th September, 2021.

No Extra-Ordinary General Meeting was held during the year under review.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company has not entered into any transaction with related parties which could be considered material in terms of section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under section 134(3) (h) of the Companies Act, 2013 in form AOC-2 is not applicable.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The details of the loans, guarantee and investments are disclosed in the notes to the financial statement of the Company.

22. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

23. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect stakeholder's value by minimizing threats or losses and identifying & maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

In view of the non-applicability of the CSR provisions on the Company for the last 3 financial years, the Board of the Company during the year dissolved the CSR Committee.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the Companies Act, 2013, the Board of Directors on the recommendation of the Nomination and Remuneration Committee has framed a policy for the appointment of Directors and Senior Management and KMP's of the Company and their remuneration. The Policy forms part of the Board Report as **Annexure V** and has also been available on the website of the Company www.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the Annual General Meeting held on 29th September, 2017, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were appointed as the Statutory Auditors of the Company for 1st term of 5 years to hold office till the conclusion of the 16th Annual General Meeting to be held in the Calendar Year, 2022.

The first term of five consecutive year of appointment of Doogar & Associate, as the statutory auditors of the Company ends on the conclusion of the ensuing Annual General Meeting. They can be re-appointed for another five years term. Statutory Auditors have conveyed their eligibility and willingness to be re-appointed.

The Board on the recommendation of the Audit Committee have also recommended to the members of the Company, re-appointment of M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N) as Statutory Auditor of the Company for the second term of five consecutive years to hold office till the conclusion of 21st Annual General Meeting to be held in the calendar year 2027 with the authority to the Board to fix the remuneration for their tenure.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

27. REPORTING OF FRAUD BY AUDITORS'

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor and the Internal Auditor had reported any matter under Section 143 (12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

28. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors Report does not contain any qualification, reservation adverse remarks or disclaimer.

29. SECRETARIAL AUDITOR

The Company had appointed M/s M.L. Sharma & Co., Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2021-22, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure VI** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

30. INTERNAL AUDITOR

Based on the recommendations of the Audit Committee, the Board had re-appointed M/s BGJC & Associates, Chartered Accountants (ICAI Firm Registration No.003304N/N500056) as its Internal Auditor for the financial year 2022-23. During the year under review, the Company continued to implement the suggestions and recommendations made by the Internal Auditors to improve the control environment.

31. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Board Reports to the members that with the objective of pursuing the business in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior and to encourage and protect the employees who wish to raise and report their genuine concerns about any unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct, the Company on the recommendation of the Audit Committee has adopted a Whistle Blower Policy. The policy adopted by the Company contains a framework whereby the identity of complainant is not disclosed. The Policy has been disclosed on the website of the Company www.bhilwaraenergy.com.

32. ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return is available on the website of the Company.

33. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- (a) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit and loss of the company of that period;
- (c) that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) that the annual financial statement has been prepared on a going concern basis;
- (e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- (f) that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

34. GENERAL DISCLOSURE

- The Company has a group policy in place against Sexual Harassment in line with the requirements of

the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2021-22.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2021-22.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by the Institute of Company Secretaries of India (ICSI) from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.

35. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

**For and on behalf of the Board of Directors
Bhilwara Energy Limited**

Ravi Jhunjhunwala
Chairman
(DIN 00060972)

Place: Noida (U.P)
Date : August 05, 2022

ANNEXURE – I TO THE DIRECTORS' REPORT

**Statement containing salient features of the financial statements of Subsidiaries/Associates companies/
Joint Ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with
Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1)**

Part "A": Subsidiaries

(₹ in lakhs)

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	BG Wind Power Limited	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007*	31.03.2008	12.03.2009**	18.10.2017	16.12.2009	30.03.2011
Reporting Period	2021-22	2021-22	2021-22	2021-22	2021-22	2021-22	2021-22
Reporting Currency	INR	INR	INR	INR	INR	INR	INR
Issued, subscribed & paid up capital	14,752.57	56,015.28	70.66	1,669.16	2,205.00	10,000.00	3,000.00
Reserves	121,331.57	50,072.50	219.71	(239.48)	(5,158.74)	(133.30)	67.02
Total assets	139,021.66	130,174.16	842.22	1,709.66	7,388.04	16,458.08	3,973.74
Total liabilities	2,937.52	24,086.38	551.85	279.98	10,341.78	6,591.38	906.72
Investment (except in subsidiary)							
Turnover	11,392.96	25,580.73	423.99	-	425.45	-	-
Profit before tax	12,076.93	9,830.39	79.54	(0.40)	(1,059.78)	(45.51)	(37.37)
Provision for tax	2,675.60	-	-	-	-	-	-
Profit after taxation	9,401.33	9,830.39	79.54	(0.40)	(1,059.78)	(45.51)	(37.37)
Proposed Dividend							
% of Shareholding	51.00%	44.88%	75.50%	95.86%	100.00%	100.00%	100.00%

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian) = 160 NR (Nepali Rupee)

Name of Subsidiaries which are yet to commence operations

Sr. No.	Name of the Company
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Name of Subsidiaries which have been liquidated or sold during the year

Sr. No.	Name of the Company
1	NIL

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
BHILWARA ENERGY LIMITED

Ravi Jhunjhunwala
Chairman
DIN: 00060972

Riju Jhunjhunwala
Managing Director
DIN:00061060

Krishna Prasad
CFO

Ravi Gupta
Company Secretary
M.No. F5731

Place : Noida (U.P.)
Date : August 05, 2022

ANNEXURE – II TO THE DIRECTORS' REPORT

The information of employees receiving salary in excess of the limits as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in years)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Riju Jhunhunwala	Managing Director	45.00 lakhs	Graduate in Business Management Studies from University of Bradford, UK	18.5 Years	43 Years	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Riju Jhunhunwala is the son of Sh. Ravi Jhunhunwala ji and brother of Mr. Rishabh Jhunhunwala
2	Mr. Rishabh Jhunhunwala	Managing Director	45.00 lakhs	i) Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan. ii) Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.	12 Years	38 Years	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Rishabh Jhunhunwala is the son of Sh. Ravi Jhunhunwala Ji and brother of Mr. Riju Jhunhunwala
3	Mr. Ravi Gupta	DGM & Company Secretary	35.17 lakhs	B.Com, FCS, LLB	22 Years	44 Years	15.07.2009	Sara Textiles Ltd.	NIL	Permanent	No
4	Mr. Krishna Prasad	CFO (DGM- Finance)	28.34 lakhs	B.Com, FCA	21 Years	49 Years	18.03.2016	Lanco Mandakini Hydro Energy Pvt. Ltd.	NIL	Permanent	No
5	Mr. Hiralal Mishra*	Driver	3.04 lakhs	12th	24 Years	50 Years	01.09.1998	RSWM Limited	NIL	Permanent	No
6	Mr. Bhupal Singh**	Caretaker	2.85 lakh	10th	24 Years	43 Years	01.04.2021	Malana Power Company Ltd.	NIL	Permanent	No

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ` millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

* Mr. Hiralal Mishra resign from the Company w.e.f. 31.10.2021

** Mr. Bhupal Singh joined the Company w.e.f. 01.04.2021

ANNEXURE III TO DIRECTOR'S REPORT

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy NIL**(b) Technology Absorption**

The Technology for Wind Power Project has been provided by AMSC Austria-subsubsidiary of USA based American Superconductors Corporation (AMSC) a well known Company in field of Wind Energy, through their business partners in India, who are acting as the EPC cum Project Developer. The operations and maintenance of the Wind Farm is also with the Project Developer. Our team has been extensively involved during all the phases of manufacturing, quality control, micro siting erection and commissioning. The operations of the commissioned WTGs is also being monitored on a daily basis. The maintenance of the WTGs is also being monitored on an ongoing basis. The operations of Wind Power plant is monitored through SCADA.

(c) Foreign Exchange Earnings and Outgo**(in ` Millions)**

S.No.	Particulars	2021-22	2020-21
I	Foreign Exchange Outgo		
	Travelling	NIL	NIL
	Professional charges	NIL	NIL
	Consultancy Charges	NIL	NIL
	Total	NIL	NIL
II	Foreign Exchange Earnings		
	Foreign Exchange Earnings	NIL	NIL
	Total	NIL	NIL

ANNEXURE IV TO THE DIRECTORS REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013, the Company is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company has already a Remuneration Committee with three Non-Executive Independent Directors. In order to align the same with the provisions of the Companies Act, 2013, the Board of Directors in their meeting held on 30th June, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

"Key Managerial personnel (KMP) means and comprise-

- Managing Director & Chief Executive officer;
- Whole-time Director;
- Company Secretary;
- Chief Financial Officer;
- Such other Officer as may be prescribed.

Senior Management comprise the personnel of the Company who are members of its core management team, excluding the Board of Directors, so also, that would also include all members of management one level below the Executive Directors, including Functional Heads.

Role and Objective of Committee:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a Director.
2. Identify persons who are qualified to become Directors and who may be appointed in senior management positions in accordance with the criteria laid down in the policy.
3. Recommend to the Board the appointment and removal of Directors and Senior Management.
4. Carry out evaluation of every Director's performance.
5. Formulate criteria for evaluation of Independent Directors and the Board.
6. Recommend to the Board a Policy, relating to the remuneration for the directors, key managerial personnel and Senior Management.
7. To devise a policy on Board diversity
8. To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run Company successfully.
9. To ensure the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
10. To develop a Succession Plan for the Board and to review it regularly.
11. To perform such other functions as may be referred by the Board or be necessary in view of the provisions of the Companies Act, 2013 and Rules made thereunder.

Membership:

1. The Committee shall comprise at least three (3) Directors, all of whom shall be non-executive Directors and at least half of them shall be independent.
2. Minimum two (2) members shall constitute a Quorum for a Committee meeting.
3. Term of the Committee shall be continued unless terminated by the Board of Directors.

Chairman:

1. Chairman of the Committee shall be an Independent Director.
2. Chairperson of the Company may be appointed as a member of the Committee but shall not Chair the Committee.
3. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
4. Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

Frequency of Meetings:

The meeting of the Committee shall be held at such regular intervals as may be required.

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Committee Member's Interests:

1. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
2. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

Voting:

1. Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall, for all purposes, be deemed to be a decision of the Committee.
2. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

Appointment of Directors/KMP/Senior Officials:

While recommending a candidate for appointment, the Committee shall have regard to:

- Assessing the appointee against a range of criteria which includes but not limited to qualifications, skills, experience, background and other qualities required to operate successfully;
- The experience and knowledge that the appointee brings to the role of KMP/Senior Officials, which, in turn, will enhance the skill sets and experience of the Board as a whole;
- The nature of existing positions held by the appointee including directorship and such other relationship and the impact of the same on the Company's welfare.

Letter of Appointment:

The letter of appointment issued by the Company, should contains the terms and conditions of his/her appointment.

Policy on Board Diversity:

The Nomination and Remuneration Committee shall ensure that the Board of Directors have the combination of Directors from different areas/fields or as may be considered appropriate in the best interests of the Company.

Remuneration of Directors, Key Managerial Personnel and Senior Management:

The salaries of Directors, Key Management Personnel and other senior officials shall be based and determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any. The level and composition of remuneration/fee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management to run the company successfully. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Fixed Pay :

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The salary paid need to be competitive and reflective of the individual's role, responsibility and experience in relation to performance of day-to-day activities to be usually reviewed on an annual basis;

2. Minimum Remuneration :

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. Provision for excess remuneration :

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it, unless permitted by the Central Government.

4. Increment :

Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board, which should be within the slabs approved by the Shareholders in the case of Managerial Person.

Remuneration to Non-Executive/Independent Director:

1. Remuneration/Commission:

The remuneration/commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the Rules made there under for the time being in force.

2. Sitting Fees:

The Non- Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee(s) thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

Directors' and Officers' Insurance

- Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel, Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to such personnel.

Other Provisions:

- The Independent Directors shall not be entitled to any Stock Option.

Evaluation/ Assessment of Directors of the Company

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performance of the Directors have been:

- Contributing to clearly define corporate objectives & plans
- Obtain adequate, relevant & timely information.
- Assess policies, structures & procedures
- Regular monitoring of corporate results against projections
- Review achievement of strategic and operational plans, objectives, budgets
- Identify, monitor & mitigate significant corporate risks
- Review management's Succession Plan
- Effective meetings
- Clearly defining role & monitoring activities of Committees
- Review of ethical conduct

Additionally, for evaluation/assessment of the Performances of Managing Director(s) / Whole Time Directors (s) of the Company, following criteria may also be considered.

- Leadership & stewardship abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials.

Evaluation following the aforesaid parameters, will be conducted by the Independent Directors for each of the Executive/ Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors relative to the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

DEVIATIONS FROM THIS POLICY:

Deviations on elements of this policy, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

ANNEXURE V TO THE DIRECTORS REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2022

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]

To
The Members,
BHILWARA ENERGY LIMITED,
(CIN: U31101DL2006PLC148862)
New Delhi-110025

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BHILWARA ENERGY LIMITED** (hereinafter called the Company). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, documents, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period, covering **the financial year ended on March 31, 2022** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder **(Not applicable to the Company during the financial year under review)**;
- (iii) The Depositories Act, 1996 and the Regulations and bye laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) **(All the following Regulations including amendments, if any, from time to time are not applicable to the Company during the Audit period)**:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **(Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review)**;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) Other laws applicable specifically to the company, as identified and on the basis of representation given by the management:
 - (a) The Electricity Act, 2003 and rules and regulations made thereunder;
 - (b) The Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.
- (vii) We have also examined compliance with the applicable clauses of the following:
 - (a) Secretarial Standards issued by *The Institutes of Company Secretaries of India* **(Notified and effective from 1st July, 2015)**;
 - (b) The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 **(Not Applicable to the company during the financial year under review)**.

During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of the Directors or committee of the Board, as the case may be. There was no dissenting vote for any matter.

We further report that we have relied on the representation made by the company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts and regulations to the Company. Therefore, we are of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company affairs.

This report is to be read with our letter of even date which is **Annexure I** and forms an integral part of this report.

For M.L. SHARMA & COMPANY
Company Secretaries

Manohar Lal Sharma
(Proprietor)
FCS No: 8241
CP No: 6823
UDIN: F008241D000713462

Place: Delhi
Date: July 30, 2022

ANNEXURE I

To
The Members,
BHILWARA ENERGY LIMITED,
(CIN: U31101DL2006PLC148862)
New Delhi-110025

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial record and Books of Accounts of the Company since the same have been subject to review by statutory Auditor.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules regulations, standards is the responsibility of management. Our examination was limited to the verification of practices on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For M.L. SHARMA & COMPANY
Company Secretaries

Manohar Lal Sharma
(Proprietor)
FCS No: 8241
CP No: 6823
UDIN: F008241D000713462

Place: Delhi
Date: July 30, 2022

INDEPENDENT AUDITORS' REPORT (Standalone)

To the Members of Bhilwara Energy Limited

Report on the Audit of the Standalone Financial Statements Opinion

We have audited the accompanying Standalone Financial Statements of **Bhilwara Energy Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the Standalone Financial Statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the Standalone Financial Statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position as per note-26 of Standalone Financial Statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
 - iv. (a) The Management has represented that, to the best of it's knowledge and belief as disclosed in the note 36(vii) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that, to the best of it's knowledge and belief as

disclosed in the note 36(viii) to the Standalone Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity (ies).

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For Doogar & Associates

Chartered Accountants

Firm Regn. No. 000561N

Mukesh Goyal

Partner

Membership No. 081810

UDIN: 22081810AIWGEG2946

Place: Noida, U.P.

Date: May 12, 2022

ANNEXURE 'A' TO AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company

and the nature of its assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.

- (c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment, according to the information and explanations given to us and based on the examination of the award letter and certificate of mutation provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date. These title deeds have been given as security (mortgage and charge) against the term loans taken from the lenders and accordingly the original title deeds are kept with them.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) As per the details and information shared with us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) According to the information and explanation given to us and the records examined by us, the company is not having any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) (a) The Company has granted unsecured loans to its subsidiaries and employees, but has not made any investments in, provided any guarantee or security or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year-

Amount in ` lakhs

Particulars	Loans
A. Aggregate amount provided during the year	
- Subsidiaries	150.81
- Others (employees)	(5.90)
B. Balance outstanding as at balance sheet date in respect of above cases*	
- Subsidiaries	10,135.27
- Others (employees)	2.17

*The amounts reported are at gross amounts, without considering provisions made.

- (b) The terms and conditions of the grant of all the above-mentioned loans granted, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
- (c) The Company has granted loans re-payable on demand as agreed, to parties covered in the register maintained under section 189 of the Act. We are informed that the Company has not demanded repayment of any such loan during the year and thus there has been no default on the part of the parties to whom the money has been lent.
- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year except for the loans mentioned in clause (a) above.
- (iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, Goods and Service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the yearend for a period of more than six months from the date they became payable as at 31st March, 2022.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, goods and service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.
- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The company has not raised any funds on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company has not taken any term loan during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports issued to the Company during the year.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists

as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) The company is not having any obligation under section 135 of the Companies Act 2013 Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal
Partner
Membership No. 081810
UDIN: 22081810AIWGE2946

Place: Noida, U.P.
Date: May 12, 2022

Annexure B to the Independent Auditor's Report to the Members of Bhilwara Energy Limited on Standalone Financial Statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Bhilwara Energy Limited** ("the Company") as of 31st March 2022 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing

specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based

on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants

Firm Regn. No. 000561N

Mukesh Goyal

Partner

Membership No. 081810

UDIN: 22081810AIWGEG2946

Place: Noida, U.P.

Date: May 12, 2022

BALANCE SHEET AS AT MARCH 31, 2022 (Standalone)

		(` in Lakhs)	
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
I ASSETS			
A Non-Current Assets			
(a) Property, Plant and Equipment	3	5,978.35	6,352.60
(b) Financial Assets			
(i) Investments	4	22,780.74	22,780.75
(ii) Loans	5	319.47	293.70
(c) Other Non-Current Assets	9	172.99	87.73
		29,251.55	29,514.78
B Current Assets			
(a) Financial Assets			
(i) Loans	5	6,568.30	6,484.05
(ii) Cash and cash equivalents	6	271.08	96.97
(iii) Trade Receivables	7	892.96	1,142.46
(iv) Other Financial Assets	8	20.47	104.72
(b) Other Current Assets	9	22.61	22.95
		7,775.42	7,851.15
Total Assets		37,026.97	37,365.93
II EQUITY AND LIABILITIES			
A Equity			
(i) Equity Share Capital	10	16,575.93	16,575.93
(ii) Other Equity	11	17,444.74	16,619.80
		34,020.67	33,195.73
B Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	2,760.81	3,389.94
(b) Provisions	16	90.14	72.47
		2,850.95	3,462.41
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	100.00	595.37
(ii) Trade Payables	13		
- Total outstanding dues of micro enterprises and small enterprises		1.28	0.80
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		23.43	24.86
(iii) Other Financial Liabilities	14	14.81	70.06
(b) Other Current Liabilities	15	13.15	13.78
(c) Provisions	16	2.68	2.92
		155.35	707.79
Total Equity and Liabilities		37,026.97	37,365.93
Significant Accounting Policies	2		

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810
Place: Noida (U.P.)
Date: May 12, 2022

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972
Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060
Ravi Gupta
Company Secretary
M.No. F5731

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022 (Standalone)

(` in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2022	For the year ended March 31, 2021
i Revenue From Operations	17	1,085.42	1,162.17
ii Other Income	18	1,026.87	1,114.09
iii Total Income		2,112.29	2,276.26
iv Expenses			
Employee Benefits Expense	19	269.67	224.22
Finance Costs	20	327.01	425.92
Depreciation and amortization expense	21	378.60	378.56
Other Expenses	22	306.90	260.83
v Total Expenses		1,282.18	1,289.53
vi Profit / (Loss) before tax		830.11	986.73
vii Tax Expense	23		
Current Tax		-	-
viii Profit / (Loss) for the year		830.11	986.73
ix Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	24		
Re-measurement gains/ (losses) on defined benefit plans		(5.17)	2.90
x Other comprehensive income for the year		(5.17)	2.90
xi Total comprehensive income for the year (Comprising Profit/Loss and Other comprehensive income for the year)		824.94	989.63
xii Earnings per Equity Shares	25		
(i) Basic (in `)		0.50	0.60
(ii) Diluted (in `)		0.50	0.60
Significant Accounting Policies	2		

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STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022 (Standalone)

A. Equity Share Capital

1. Current reporting period (₹ in Lakhs)		
Particulars	No. of Shares	Total
Balance as at April 1, 2021	1,657.59	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	1,657.59	16,575.93

2. Previous reporting period (₹ in Lakhs)		
Particulars	No. of Shares	Total
Balance as at April 1, 2020	1,657.59	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2021	1,657.59	16,575.93

B. Other Equity

1. Current reporting period (₹ in Lakhs)				
Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2021	10.12	41,641.56	(25,031.88)	16,619.80
Profit / (Loss) during the year	-	-	830.11	830.11
Other comprehensive loss during the year	-	-	(5.17)	(5.17)
Total	-	-	824.94	824.94
Balance as at March 31, 2022	10.12	41,641.56	(24,206.94)	17,444.74

2. Previous reporting period (₹ in Lakhs)				
Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2020	10.12	41,641.56	(26,021.51)	15,630.17
Profit / (Loss) during the year	-	-	986.73	986.73
Other comprehensive profit during the year	-	-	2.90	2.90
Total	-	-	989.63	989.63
Balance as at March 31, 2021	10.12	41,641.56	(25,031.88)	16,619.80

Significant Accounting Policies

Accompanying notes are integral part of the standalone financial statements

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CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022 (Standalone)

Particulars	(` in Lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	830.11	986.73
Adjustment to reconcile profit before tax to net cash flows		
Depreciation of Property Plant and Equipment	378.60	378.56
(Profit)/ loss on disposal of Property, plant and equipment	(0.36)	(0.47)
Provision for Gratuity and leave encashment	12.27	9.55
Finance Cost	327.01	425.86
Interest Income	(43.11)	(32.78)
Sundry Balance Written off	(50.00)	-
Claim for generation loss/PLF	(67.01)	(60.63)
Interest Income (Injected Equity)	(30.80)	(27.76)
Expected credit loss-related party	65.64	181.04
Expected credit loss (recovery)-body corporate	-	(188.43)
Dividend Income	(902.86)	(1,053.33)
Non Cash adjustment in Quoted Equity Investment	(0.01)	0.03
Operating Profit/(loss) before Working Capital changes	519.48	618.37
(Increase) / Decrease in trade receivables	249.50	(1,037.48)
(Increase) / Decrease in loan (financial assets)	(79.23)	(0.98)
(Increase) / Decrease in other non current assets	(85.26)	(75.49)
(Increase) / Decrease in other current assets	84.58	(16.77)
Increase / (Decrease) in Provisions	17.43	3.76
Increase / (Decrease) in trade payables	66.07	25.11
Increase / (Decrease) in other financial liabilities	61.76	126.20
Increase / (Decrease) in other current liabilities	(0.63)	(4.56)
	833.70	(361.84)
Refund of Income Tax / Tds	-	6.03
Net cash flow (used) in/ from Operating Activities	833.70	(355.81)
B. Cash Flow From Investing Activities		
Purchase of property, plant and equipment	(13.39)	(2.88)
Proceeds from sale of property, plant and equipment	9.43	0.47
Interest received	42.93	(32.70)
Dividend received from subsidiary company	902.86	1,053.33
Loan to Subsidiary	(149.90)	(1,091.99)
Net cash flow (used) in/ from Investing Activities	791.93	(73.77)

(` in Lakhs)		
Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
C. Cash Flow From Financing Activities		
(Repayment) Long-term borrowings during the year	(1,124.51)	(595.37)
Interest paid	(327.01)	(425.86)
Net cash (used) in/ from Financing Activities	(1,451.52)	(1,021.23)
Net increase/(decrease) in cash & cash equivalent	174.11	(1,450.82)
Cash & Cash equivalent at the beginning of the year	96.97	1,547.79
Cash & Cash equivalent at year end	271.08	96.97
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	0.47	0.81
ii) Balance with Banks :		
- In Current Accounts	47.73	7.16
- In Fixed Deposits	222.88	89.00
Total	271.08	96.97

Significant Accounting Policies

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Standalone)

1. CORPORATE INFORMATION

Bhilwara Energy Limited (the 'Company'), is a public limited company incorporated on 17th May, 2006 under the erstwhile Companies Act, 1956 situated in the NCT of Delhi. The company is engaged in the establishment, operation and maintenance of power generating stations and tie-lines, sub-stations and main transmission lines connected therewith. Currently, the company is engaged in generation of wind power through 14 MW wind power project situated in Maharashtra which had become operational during the year 2013-14.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind-AS.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2. Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (IndAS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

i. Service Concession Arrangements

Management has assessed applicability of Appendix-D of Ind-AS 115: Service Concession Arrangements to power distribution arrangements entered into by the company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

ii. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

iii. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the amount can be reliably measured.

Sale of Electricity

Revenue from sale of electricity is recognized on the basis of billable electricity actually transmitted to customers.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment is recognized when the right to receive payment is established.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/implementation, interest on term loans/debentures to finance fixed assets and expenditure on start-up/commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on tangible fixed assets is provided on the straight line method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Sr. No.	Asset description	Useful life
1	Plant & machinery	22 years
2	Other equipment	5-10 years
3	Computers and Equipment's	3-6 years
4	Vehicle	8 years
5	Furniture & fixtures	10 years

The depreciation was provided in accordance with the Schedule II to the Companies Act, 2013.

e) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost.

Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Impairment of Non-Financial Assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

g) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

1. Financial assets

i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:-

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:-

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments at (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

iii. Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ and either (a) the group has transferred substantially all the risks and rewards of the asset, or (b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the group could be required to repay.

iv. Impairment of financial assets

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Lease receivables under Ind AS 17
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18
- e) Loan commitments which are not measured as at FVTPL
- f) Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and

- All lease receivables resulting from transactions within the scope of Ind AS 17

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

2. Financial liabilities

i. Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

ii. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below.

iii. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

iv. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

v. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

h) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

i) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Transactions in foreign currencies are initially recorded by the company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

a. Provident fund

Retirement benefits in the form of provident fund are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

b. Gratuity

The Company's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

c. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

d. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends

relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

r) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level1** Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level2** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- **Level3** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

s) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

t) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

u) Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) The nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) The instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) Changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21 related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations- The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.
- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.
- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework.
- (vi) Ind AS 106 Exploration for and evaluation of mineral resources; Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting- The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the financial statements of the Company.

3 PROPERTY, PLANT & EQUIPMENT

(` in Lakhs)

Particulars	Tangible Assets							Total
	Free hold land	Plant & machinery	Electrical equipment	Office equipment	Furniture and fixtures	Computers	Vehicles	
Gross Carrying Value								
As at April 1, 2020	294.00	8,663.26	2.58	3.73	0.73	12.94	25.97	9,003.21
Additions	-	-	-	-	-	2.88	-	2.88
Disposals	-	-	2.58	0.64	-	7.30	-	10.52
As at March 31, 2021	294.00	8,663.26	-	3.09	0.73	8.52	25.97	8,995.57
Additions	-	-	-	-	1.50	-	11.89	13.39
Disposals	-	-	-	2.00	-	0.58	16.16	18.74
As at March 31, 2022	294.00	8,663.26	-	1.09	2.23	7.94	21.70	8,990.22
Accumulated Depreciation								
As at April 1, 2020	-	2,252.59	2.45	2.74	0.10	10.40	6.13	2,274.41
Charge for the year	-	373.51	-	0.21	0.07	1.69	3.08	378.56
Disposals	-	-	2.45	0.61	-	6.94	-	10.00
As at March 31, 2021	-	2,626.10	-	2.34	0.17	5.15	9.21	2,642.97
Charge for the year	-	373.51	-	0.21	0.17	1.52	3.18	378.59
Disposals	-	-	-	1.97	-	0.48	7.24	9.69
As at March 31, 2022	-	2,999.61	-	0.58	0.34	6.19	5.15	3,011.87
Net Carrying Value								
As at March 31, 2021	294.00	6,037.16	-	0.75	0.56	3.37	16.76	6,352.60
As at March 31, 2022	294.00	5,663.65	-	0.51	1.89	1.75	16.55	5,978.35

Note:-

- (i) All the assets are owned by Company except as mentioned otherwise.

4 INVESTMENTS (NON-CURRENT)

(` in Lakhs)

Particulars		As at March 31, 2022	As at March 31, 2021
Investment in subsidiaries (unquoted)			
75,238,123	(previous Year 75,238,123) equity shares of ` 10 each of Malana Power Company Limited {includes 50 equity shares (previous year 50) held jointly with nominees of company}.	18,103.38	18,103.38
5,33,500	(previous Year 5,33,500) equity shares of ` 10 each of Indo Canadian Consultancy Services Limited {includes 50 equity shares (previous year 50) held jointly with nominees of company}.	459.82	459.82
2,20,50,000	(previous year 2,20,50,000) equity shares of ` 10 each fully paid up of BG Wind Power Limited {includes 6 shares (previous year 6 shares) held by individuals, the beneficial interest of which is with the Company}.	500.00	500.00
10,00,00,000	(previous year 10,00,00,000) equity shares of ` 10 each fully paid up of NJC Hydro Power Ltd {includes 6 equity shares (previous year 6) held jointly with nominees of company}.	10,000.00	10,000.00
25,60,000	(previous year 25,60,000) equity shares of NR 100 each fully paid up of Balephi Jalvidyut Co Ltd Nepal (overseas subsidiary company). The conversion rate has been taken as 1 INR = 1.6 NR (Nepali Rupee).#	1,600.00	1,600.00
6,00,00,000	equity share of ` 5 each (previous year 6,00,00,000 equity share of ` 5 each) fully paid up of Chango Yangthang Hydro Power Limited {includes 6 equity shares (previous year 6) held jointly with nominees of the company}.	3,000.00	3,000.00
		33,663.20	33,663.20
Investment in others (quoted)			
489	(Previous year 489) equity shares of ` 10 each fully paid up of Punjab & Sind Bank Limited [Market value of the investment ` 0.08 Lakhs (previous year ` 0.09 Lakhs)]	0.08	0.09
Investment in subsidiaries (Ind AS 109)			
Investment in BG Wind Power Limited (Interest free loan ` 795.00 Lakhs)*		589.07	589.07
		589.15	589.16
Less: Impairment allowance on non current investments		11,471.61	11,471.61
		22,780.74	22,780.75
Aggregate amount of quoted investments		0.59	0.59
Market value of quoted investments		0.08	0.09
Aggregate amount of unquoted investments		34,252.35	34,252.36
Aggregate amount of impairment in value of investments #		11,471.61	11,471.61
Investments carried at fair value through statement of profit and loss		0.08	0.09

*The Company has given interest free loan to its wholly owned subsidiary BG Wind Power Limited amount to ` 795.00 Lakhs. The present value of interest free loan discounted at @10.95% p.a. portion is recognised under loan in Note No 5 and the balance is shown as Company's investment.

#Impairment allowance on non current investments

(A) Share Purchase Agreement - Balephi Jalbidhyut Company Limited

The company had entered into share purchase agreement on dated 08th January 2018 for disposal of its investment in Balephi Jalbidhyut Company Limited, Nepal. The company has extended the validity of the said share purchase agreement till 30th June 2019, since the transaction was not taken place hence the company has provided impairment to reflects the proper fair value of this holding for the difference in the carrying value in the financial amounting to ` 1,471.61 Lakhs (previous year ` 1,471.61 Lakhs) for diminution in value of investments.

(B) Impairment loss as per Ind AS 36 - recoverable value of NJC Hydro Power Ltd

During the financial year 2018-19, The company has impaired an amount of ` 10,000.00 Lakhs against its investment in Equity of ` 10,000.00 Lakhs and loans amounting to ` 2474.73 Lakhs (Covered under Note 5 to the standalone Financial Statements) in one of the subsidiary namely NJC Hydro Power Limited on the basis of the internal assessment of the management keeping in view of the indicators of the impairment.

5 LOANS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good				
Security Deposits (with government department and others)	7.25	7.30	-	-
Loan to employees	0.17	5.15	2.00	2.92
Related Parties				
Interest free Loan to subsidiary company, good *	312.05	281.25	6,566.30	6,481.13
Interest free Loan to subsidiary company, credit impaired**	-	-	2,773.97	2,708.33
Less: Expected credit loss	-	-	(2,773.97)	(2,708.33)
	319.47	293.70	6,568.30	6,484.05

*The Company is engaged in the business of providing infrastructural facilities as per Section 186(ii) read with Schedule III of the Act. Accordingly, disclosures under Section 186 of the Act, is not applicable to the Company

**During the year further impairments has been done by an amount of ₹ 65.64 Lakhs (up to previous year ₹ 2,708.33) towards Interest free loan of ₹ 6,566.30 Lakhs in one of the subsidiary namely NJC Hydro Power Limited (Refer Note 22. Also Refer Note 5 above).

6. CASH AND CASH EQUIVALENTS (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
- Balance with banks		
In Current Accounts	47.73	7.16
In Deposit Accounts (with original maturity less than 3 months)	222.88	89.00
- Cash on hand	0.47	0.81
	271.08	96.97

7 TRADE RECEIVABLES (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Secured, Considered Good	-	-	-	-
Unsecured, Considered Good	-	-	892.96	1,142.46
	-	-	892.96	1,142.46

Trade Receivables Ageing Schedule- Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date				
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	62.76	419.24	373.31	-	-	855.31
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
Trade Receivable-Billed	62.76	419.24	373.31	-	-	855.31
Trade Receivable-Unbilled						37.65
Total						892.96

Trade Receivables Ageing Schedule- Current

As at March 31, 2021	Not Due	Outstanding for following periods from due date				
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	65.92	692.00	346.95	-	-	1,104.87
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-
Trade Receivable-Billed	65.92	692.00	346.95	-	-	1,104.87
Trade Receivable-Unbilled						37.59
Total						1,142.46

8. OTHER FINANCIAL ASSETS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
GBI claim receivable	-	-	19.99	104.32
Interest accrued on bank deposit	-	-	0.48	0.40
	-	-	20.47	104.72

9. OTHER ASSETS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Considered good, unless otherwise stated				
TDS receivable & advance taxes	172.99	87.73	-	-
Advance to employees	-	-	-	0.06
Advance to creditors/capital creditors	-	-	17.19	1.55
Prepaid expenses	-	-	5.42	21.34
Unsecured, considered doubtful	-	-	825.00	825.00
Less: Provision for doubtful advances	-	-	(825.00)	(825.00)
	172.99	87.73	22.61	22.95

10. EQUITY SHARE CAPITAL

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
2,000.00 Lakhs (previous year 2,000.00 Lakhs) equity shares of ` 10 each	20,000.00	20,000.00
40.00 Lakhs (previous year 40.00 Lakhs) cumulative redeemable preference shares of ` 100 each	4,000.00	4,000.00
	24,000.00	24,000.00
Issued,subscribed and fully paid up		
16,57,59,311(previous year 16,57,59,311) equity shares of ` 10 each fully paid up	16,575.93	16,575.93
Total Issued,subscribed and fully paid up share capital	16,575.93	16,575.93

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year end:-

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	(` in Lakhs)	No. of shares	(` in Lakhs)
Shares outstanding at the beginning of the year	1,657.59	16,575.93	1,657.59	16,575.93
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,657.59	16,575.93	1,657.59	16,575.93

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

Name of the shareholders	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 10 each fully paid up				
HEG Limited	81,232,560	49.01%	81,232,560	49.01%
RSWM Limited	12,524,960	7.56%	12,524,960	7.56%
Ravi Jhunjunwala	9,988,966	6.03%	9,988,966	6.03%
LNJ Spark Advisory LLP	35,469,782	21.40%	35,469,782	21.40%
International Finance Corporation	8,360,238	5.04%	8,360,238	5.04%
	147,576,506	89.03%	147,576,506	89.03%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(d) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	HEG Limited	81,232,560	49.01%	81,232,560	49.01%
Equity shares of ₹ 10 each fully paid	RSWM Limited	12,524,960	7.56%	12,524,960	7.56%
Equity shares of ₹ 10 each fully paid	Ravi Jhunjunwala	9,988,966	6.03%	9,988,966	6.03%
Equity shares of ₹ 10 each fully paid	LNJ Spark Advisory LLP	35,469,782	21.40%	35,469,782	21.40%
Total		139,216,268	83.99%	139,216,268	83.99%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(e) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

11. OTHER EQUITY

(` in Lakhs)

(a) Capital Reserve	
Balances as at April 1, 2020	10.12
Balance at the beginning of the financial year	-
Balances as at March 31, 2021	10.12
Balance at the beginning of the financial year	-
Balances as at March 31, 2022	10.12
(b) Securities Premium	
Balances as at April 1, 2020	41,641.56
Balance at the beginning of the financial year	-
Balances as at March 31, 2021	41,641.56
Balance at the beginning of the financial year	-
Balances as at March 31, 2022	41,641.56
(c) Retained Earnings	
Balances as at April 1, 2020	(26,006.92)
Profit / (Loss) during the year	986.73
Balances as at March 31, 2021	(25,020.19)
Profit / (Loss) during the year	830.11
Balances as at March 31, 2022	(24,190.08)
(d) Other comprehensive income	
Balances as at April 1, 2020	(14.59)
Other Comprehensive profit during the year	2.90
Balances as at March 31, 2021	(11.69)
Other Comprehensive profit during the year	(5.17)
Balances as at March 31, 2022	(16.86)

Nature and Description of Reserve :-

(i) Capital Reserve

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Securities Premium

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only in accordance with the provisions of the Companies Act, 2013.

(iii) Retained earnings

Retained earnings constitute the accumulated profits earned by the company till date, less dividend and other distribution made to shareholders.

12. BORROWINGS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Secured borrowings				
(a) Term Loans - From Others*				
- Bharat Investment Growth Limited	2,760.81	3,389.94	100.00	595.37
	2,760.81	3,389.94	100.00	595.37

*Term Loan from others

(` in Lakhs)

Outstanding as on March 31, 2022	Carrying Value	Loan Maturity	Terms of Repayment
Bharat Investment Growth Limited	2,860.81	December 31, 2026	Repayable in 31 structured quarterly installments starting from 30th June 2019.
	2,860.81		

(i) Bharat Investment Growth Limited

The Company has taken Rupee Term Loan from Bharat Investment Growth Limited for its 14 MW Wind Project. The Loan is repayable in 31 structured quarterly installments starting from 30 June 2019. The loan carries floating interest rate linked to ICICI Bank 1 Year MCLR Plus spread and present interest rate is @9.00% p.a. The Loan is secured by the following:

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.

2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

13 TRADE PAYABLES

(` in Lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Total outstanding dues of micro enterprises and small enterprises*	1.28	0.80
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	23.43	24.86
	24.71	25.66

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	1.28	0.80
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

(` in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years		
Trade payable							
MSME	1.28	-	-	-	-	-	1.28
Others	-	23.43	-	-	-	-	23.43
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	1.28	23.43	-	-	-	-	24.71

Ageing for trade payable outstanding as at March 31, 2021 is as follows:

(` in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years		
Trade payable							
MSME	0.80	-	-	-	-	-	0.80
Others	-	24.86	-	-	-	-	24.86
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	0.80	24.86	-	-	-	-	25.66

14 OTHER FINANCIAL LIABILITIES

(` in Lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Security deposits from employees	9.11	10.50
Other payable	5.48	55.52
Employee related	0.22	1.58
Related party payable	-	2.46
	14.81	70.06

15 OTHER LIABILITIES

(` in Lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Statutory dues payable	13.15	13.78
	13.15	13.78

16 PROVISIONS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits				
- Leave encashment	28.87	23.86	0.75	1.41
- Gratuity	61.27	48.61	1.93	1.51
	90.14	72.47	2.68	2.92

17. REVENUE FROM OPERATIONS

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Revenue from operations		
Sale of power	792.53	1,015.68
Less:- PPA charges	(3.60)	(3.60)
	788.93	1,012.08
b) Other operating revenues		
GBI	68.03	89.46
Sale of CERS	161.45	-
Claim for generation loss/PLF	67.01	60.63
	1,085.42	1,162.17

18 OTHER INCOME

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest Income on		
- Bank deposits	9.16	32.79
- Related party-subsiary	30.80	27.76
- Employee's loan	0.05	0.11
- Income tax refund	0.12	0.10
Sundry Balance Written off	50.00	-
Misc Income	0.18	-
Insurance claim received	33.70	-
Dividend received from subsidiary company	902.86	1,053.33
	1,026.87	1,114.09

19 EMPLOYEE BENEFIT EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Salaries	253.01	210.69
Contribution to provident funds	15.02	11.88
Staff welfare expenses	1.64	1.65
	269.67	224.22

20 FINANCE COST

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest on		
- Term loan from other	326.93	425.86
- Interest on Statutory Dues	0.02	-
- Bank charges	0.06	0.06
	327.01	425.92

21 DEPRECIATION AND AMORTIZATION EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Depreciation on Tangible Assets (Refer Note 3)	378.60	378.56
	378.60	378.56

22 OTHER EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Rent, Rates & Taxes	10.29	10.84
Fees and subscription	0.11	0.14
Travelling & Conveyance expenses	3.27	9.41
Communication expenses	0.79	0.85
Business Promotion	-	0.20
Insurance Charges	21.07	20.79
Car Running & Maint. expenses	1.87	0.66
Repair & Maintenance	1.38	1.45
Legal & Professional Charges	25.00	50.39
Printing & Stationery	1.71	1.72
Payment to auditor	8.09	8.26
Electricity Expenses	1.37	1.29
Profit & Loss on sale of vehicle	0.33	-
Donations	-	8.00
Operation & Maintenance Expenses	158.13	150.60
Miscellaneous expenses	7.70	3.18
FA Written Off-Misc	0.03	0.47
Bad Debts Written-Off	0.11	-
Fair value of investments	0.01	(0.03)
Expected credit loss (recovery)-body corporate	-	(188.43)
Expected credit loss-related party	65.64	181.04
	306.90	260.83

Notes :-**(i) Payment to statutory auditors comprise (including indirect tax):**

Payment to auditor:	For the Year ended March 31, 2022	For the Year ended March 31, 2021
- Audit fee	5.31	5.31
- Fees for certification	2.66	2.66
- Out of pocket expenses	0.12	0.29
	8.09	8.26

23 INCOME TAX EXPENSE

(a) Income tax recognised in profit and loss (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Current tax	-	-
Total Income tax expenses recognised in the current year	-	-

(b) Items on which Deferred tax asset has not been recognized* (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Business loss brought/carried forward	16,587.94	16,587.94
Unabsorbed depreciation brought/carried forward	(1,887.30)	(769.24)
Provision for employee benefits	92.82	75.39
	14,793.46	15,894.09

In accordance with Ind-AS 12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ₹ 14,793.46 Lakhs (previous year ₹ 15,894.09 Lakhs) as on March 31, 2022.

Refer note 36*

24 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	(5.17)	2.90
	(5.17)	2.90

25 EARNING PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(a) Profit / (Loss) from total operation attributable to equity shareholders	830.11	986.73
(b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (in Lakhs)	1,657.59	1,657.59
Earning Per share - Basic (₹) (a/b)	0.50	0.60
Earning per share - Diluted (₹) (a/b)	0.50	0.60
Face value per share (₹)	10.00	10.00

26. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

Revenue of the company is majorly from sale of power to only one customer.

27. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
(a) Claims against the Company not acknowledged as debt	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable:-		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Limited*	-	600.00
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited **	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited ***	4,300.00	4,300.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Limited (BGEL) ****	3,000.00	3,000.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJPV Limited (LNJPVL) *****	1,000.00	1,000.00

*The Company has provided Guarantee in favour of International Finance Corporation (IFC) along with HEG Limited and RSWM Limited on joint and several basis on behalf of AD Hydro Power Limited (step down subsidiary) for ` 600.00 Lakhs. As the entire loan has been paid by AD Hydro Power Limited during the current year, so there is no liability under the Corporate Guarantee provided by the Company.

**The Company has provided corporate guarantee in favour of Raghav Commercial Limited for the term loan of ` 2,850.00 Lakhs (previous year ` 2,850.00) availed by wholly owned subsidiary M/s BG Wind Power Limited.

***The Company has provided corporate guarantee in favour of Purvi Vanijya Niyojan Limited for the term loan of ` 4,300.00 Lakhs (previous year ` 4,300.00) availed by wholly owned subsidiary M/s BG Wind Power Limited.

Share Purchase Agreement of the Company with M/s Hero Wind Energy Private Limited

****The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, BGEL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty, (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA, (c) due to petition filed by MSEDCL for reclassification of wind zone, or (d) specific indemnity for power failure as mention in SPA.

The liability of company towards indemnity is subject to the aggregate cap of ` 7,500.00 Lakhs (except for fraud or willful misrepresentation). Within aggregate cap, the liability of BEL for (a) and (b) shall not exceed ` 3,000.00 Lakhs and for (c) and (d) to ` 5,500.00 Lakhs. Further, if liability under item (c) does not crystallized within 2 years from closing date i.e. 25th October 2017, then the aggregate cap shall be reduced to ` 3,000.00 Lakhs.

Since liability under (c) is not crystallized within two year from the closing date i.e. up to 25th October 2019, so aggregate indemnity is reduced to ` 3,000.00 Lakhs.

The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ` 40.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation— indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) — for 3 years.

*****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJPV Limited (LNJPVL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, LNJPVL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty or (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA.

The liability of company towards indemnity under SPA and CCD Purchase Agreement executed on 18th October 2017 amongst Hero, RSWM Limited and LNJPVL is subject to the aggregate cap of ` 1,000.00 Lakhs (except for fraud or willful misrepresentation). The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ` 15.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation — indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) — for 3 years.

Note- Since the loss allowance was estimated to be nil, the financial guarantee is not recognized in the books.

28. OTHER DISCLOSURES

- a) Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the year 2017-2018, the company has entered into share purchase agreement with its joint venture partner M/s Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ` 625.00 Lakhs (Nepali 100,093,750) as against its total investment of ` 1,600.00 Lakhs. The due date for sale was 30th June 2018, which was extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party. The transaction of sale of share of Balephi has not yet materialized.

Therefore, the Company has made a total impairment of ` 1,471.61 Lakhs (Previous year impairment of ` 1,471.61 Lakhs) for diminution in value of investments.

29. The company is operating 14 MW (7 WTGs of 2 MW each) wind power project in Maharashtra. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

30. RELATED PARTY DISCLOSURES

- a) **Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).**

(i)	Malana Power Company Limited (MPCL)	- Subsidiary
(ii)	AD Hydro Power Limited (ADHPL)	- Subsidiary of Subsidiary(MPCL)
(iii)	Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
(iv)	NJC Hydro Power Limited (NHPL)	- Subsidiary
(v)	Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
(vi)	BG Wind Power Limited (BGWPL)	- Subsidiary
(vii)	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary

- b) **Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture**

(i) HEG Limited

- c) **Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual**

- (i) Mr. Ravi Jhunjhunwala
(ii) Mr. Riju Jhunjhunwala
(iii) Mr. Rishabh Jhunjhunwala

- d) **Key management personnel and their relatives**

(i)	Mr. Ravi Jhunjhunwala	- Chairman
(ii)	Mr. Riju Jhunjhunwala	- Managing Director
(iii)	Mr. Rishabh Jhunjhunwala	- Managing Director
(iv)	Mr. Krishna Prasad	- Chief Financial Officer
(v)	Mr. Ravi Gupta	- Company Secretary

- e) **Enterprises over which any person described in (c) or (d) is able to exercise significant influence**

- (i) RSWM Limited
(ii) HEG Limited
(iii) Maral Overseas Limited(MOL)
(iv) BMD Private Limited(BMD)
(v) Bhilwara Technical Textiles Limited(BTTL)
(vi) Bhilwara Info Technology Limited
(vii) Bhilwara Services Private Limited
(viii) BSL Limited(BSL)
(ix) LNJ Financial Services Limited(LNJFSL)
(x) Investors India Limited(IIL)

The following transactions were carried out with the related parties in the ordinary course of business:-

i) **Parties referred to in item (a) above Investment as at year end** (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Equity shares in Malana Power Company Limited	18,103.38	18,103.38
Equity shares in Indo Canadian Consultancy Services Limited	459.82	459.82
Equity shares in NJC Hydro Power Limited	10,000.00	10,000.00
Equity shares in BG Wind Power Limited	500.00	500.00
Equity shares in Balephi Jalvidhyut Company Limited, Nepal*	1600.00	1600.00
Equity shares in Chango Yangthang Hydro Power Limited	3,000.00	3,000.00

*Provision for diminution ₹ 1,471.61 Lakhs in value of investment in equity shares of Balephi Jalvidhyut Company Limited, Nepal. The Company is holding 25.60 Lakhs equity shares in current as well as previous year. (Refer note no. 27 (a))

Loans & Advances at the year end (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Chango Yangthang Hydro Power Limited	895.41	863.54
NJC Hydro Power Limited	6,587.97	6,522.33
BG Wind Power Limited	2,651.88	2,598.58
Amount due to subsidiary at the year-end for expenses		
Malana Power Company Limited	-	2.46
Total	10,135.27	9,986.91

Loans & advances for expenses given during the year to subsidiary (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Chango Yangthang Hydro Power Limited	31.87	42.59
BG Wind Power Limited	78.30	1,052.47
Indo Canadian Consultancy Services Limited	-	-
NJC Hydro Power Limited	65.64	181.04

Loans & advances received back including reimbursement of expenses during the year (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Chango Yangthang Hydro Power Limited	-	-
BG Wind Power Limited	25.00	-
Indo Canadian Consultancy Services Limited	-	3.99

Expenses / deposit paid to subsidiary companies during the year (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Reimbursement of salary / other employee benefit expenses (CEO and his PA) to MPCL	82.33	72.36
Outstanding Loan of employee transferred to MPCL	3.74	-
Reimbursement of insurance expenses by ADHPL	0.82	0.57

Guarantees given by the company (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Limited	-	600.00
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited	4,300.00	4,300.00

ii) Persons referred to in (c) & (d) (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Salaries and perquisite paid/payable during the year to Mr. Riju Jhunjunwala	50.40	40.18
Salaries and perquisite paid/payable during the year to Mr. Rishabh Jhunjunwala	50.40	40.18
Salaries and perquisite paid/payable during the year to Mr. Krishna Prasad	29.74	25.94
Salaries and perquisite paid/payable during the year to Mr. Ravi Gupta	36.98	32.83

Outstanding from Persons referred to in (c) & (d) (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Mr. Krishna Prasad- Home Loan	2.17	4.17

Security Deposit / Advance from Persons referred to in (c) & (d) (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Mr. Krishna Prasad-Security Deposit for Car	4.87	1.77
Mr. Ravi Gupta-Security Deposit for Car	3.98	3.61

iii) Expenses during the year from the enterprises over which any person described in (c) or (d) is able to exercise significant influence (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Rent paid to RSWM Limited	7.16	7.16
Reimbursement of common expenses to RSWM Limited	4.45	7.99
Reimbursement of Mediclaim expenses paid to RSWM Limited	1.32	3.44
Reimbursement of insurance expenses by BSL Limited	0.10	-
Reimbursement of insurance expenses to HEG Limited	0.17	1.72
Reimbursement of Mediclaim expenses paid to Maral Overseas Limited	-	0.41
Reimbursement of Mediclaim expenses paid to BMD	0.46	1.31

Compensation of Key Managerial Personnel#

Particulars	As at March 31, 2022 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	45.00	45.00	35.17	28.34	153.51
Defined Contribution Plan	5.40	5.40	1.81	1.40	14.01
Total	50.40	50.40	36.98	29.74	167.52

Particulars	As at March 31, 2021 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	36.00	36.00	31.22	24.73	127.95
Defined Contribution Plan	4.18	4.18	1.61	1.21	11.18
Total	40.18	40.18	32.83	25.94	139.13

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind-AS19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

31. EMPLOYEE BENEFITS PLAN**A. Defined contribution plan** (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Employer's Contribution to provident fund	15.02	11.88
Total	15.02	11.88

B. Gratuity (unfunded)**Financial Assumptions Used to Determine the Profit & Loss Charge** (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period - End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	63.20	50.12
Fair value of Plan Assets	-	-
	63.20	50.12
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	63.20	50.12

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period

Particulars	As at March 31, 2022	As at March 31, 2021
Total Charge/(Credit) Recognised in Profit and Loss	7.92	6.95
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	5.16	(2.90)

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation, beginning of period	50.12	46.07
b) Interest Cost on DBO	3.52	3.24
c) Net Current Service Cost	4.40	3.71
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	5.16	(2.90)
k) Defined Benefit Obligation, End of Period	63.20	50.12

2 Change in Fair Value of Plan assets

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	4.40	3.71
b) Net Interest Cost	3.52	3.24
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	7.92	6.95

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period – End

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in OCI, (Gain) / Loss Beginning of Period	2.83	5.73
b) Remeasurements Due to :	-	-
1. Effect of Change in Financial Assumptions	(3.18)	(2.14)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	8.34	(0.76)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognised in OCI (Gain)/Loss	5.16	(2.90)
d) Amount Recognized in OCI (Gain)/Loss, End of Period	7.99	2.83

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in P&L, End of Period	7.92	6.95
b) Amount recognized in OCI, End of Period	5.16	(2.90)
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	13.08	4.05

6	Reconciliation of Balance Sheet Amount	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Balance Sheet (Asset)/Liability, Beginning of Period	50.12	46.07
	b) True-up	-	-
	c) Total Charge/(Credit) Recognised in Profit and Loss	7.92	6.95
	d) Total Remeasurements Recognised in OC (Income)/Loss	5.16	(2.90)
	e) Acquisition /Business Combination / Divestiture	-	-
	f) Employer Contribution	-	-
	g) Benefits Paid	-	-
	h) Other Events	-	-
	i) Balance Sheet (Asset)/Liability, End of Period	63.20	50.12
7	Actual Return on Plan Assets	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Expected return on plan assets	-	-
	b) Remeasurements on Plan Assets	-	-
	c) Actual Return on Plan Assets	-	-
8	Change in the Unrecognised Asset due to the Asset Ceiling During the Period	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Unrecognised Asset, Beginning of Period	-	-
	b) Interest on Unrecognised Asset Recognised in P&L	-	-
	c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
	d) Unrecognized Asset, End of Period	-	-
9	The Major Categories of Plan Assets	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Government of India Securities (Central and State)	-	-
	b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
	c) Equity Shares of listed companies	-	-
	d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-
	e) Funds Managed by Insurer	-	-
	f) Others	-	-
	Total	-	-
10	Current / Non-Current Bifurcation	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Current liability	1.93	1.51
	b) Non-Current liability	61.27	48.61
	c) Net Liability	63.20	50.12
11	Defined Benefit Obligation by Participant Status	(` in Lakhs)	
	Particulars	As at March 31, 2022	
	a) Actives	63.20	
	b) Vested Deferreds	-	
	c) Retirees	-	
	d) Total Defined Benefit Obligation	63.20	

12 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(8.37)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	9.92
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	10.01
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(8.58)

13 Expected Cash flows for the Next Ten Years (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Year - 2023	1.97
b) Year - 2024	1.59
c) Year - 2025	1.88
d) Year - 2026	2.21
e) Year - 2027	2.60
f) Year - 2028 to 2032	20.48

C. Leave Encashment (Unfunded)
Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	29.62	25.27
Fair value of Plan Assets	-	-
	29.62	25.27
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	29.62	25.27

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation, beginning of period	25.27	25.56
b) Interest Cost on DBO	1.78	1.80
c) Net Current Service Cost	2.57	2.46
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	-	(4.55)
k) Defined Benefit Obligation, End of Period	29.62	25.27

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition/Business Combination/Divestiture	-	-
j) Assets Extinguished on Curtailments/ Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Amounts Recognised in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	2.57	2.46
b) Net Interest Cost	1.78	1.80
c) Past Service Cost	-	-
d) Remeasurements	-	(4.55)
e) Administration Expenses	-	-
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g) Total Expense /(Income) included in "Employee Benefit Expense"	4.35	(0.29)

4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period

Particulars	As at March 31, 2022	As at March 31, 2021
a) Remeasurements Due to :		
1. Effect of Change in Financial Assumptions	(1.41)	(1.03)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	1.41	(3.52)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
b) Total Remeasurements Recognised (gains) / losses	-	(4.55)

5 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability, Beginning of Period	25.27	25.56
b) Total Charge/(Credit) Recognised in Profit and Loss	4.35	(0.29)
c) Acquisition /Business Combination/Divestiture	-	-
d) Benefit Payouts	-	-
e) Balance Sheet (Asset)/Liability, End of Period	29.62	25.27

6 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on plan assets	-	-
b) Remeasurements on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

7 Asset Category	(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High quality corporate bonds (including Public Sector Bonds)	-	-
c) Equity shares of listed companies	-	-
d) Real Estate / Property	-	-
e) Cash (including Special Deposits)	-	-
f) Other (including assets under Schemes of Insurance)	-	-
g) Total	-	-

8 Current / Non-Current Bifurcation	(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	0.75	1.41
b) Non-Current liability	28.87	23.86
c) Net Liability	29.62	25.27

9 Defined Benefit Obligation by Participant Status	(` in Lakhs)	
Particulars	As at March 31, 2022	
a) Actives	29.62	
b) Vested Deferreds	-	
c) Retirees	-	
d) Total Defined Benefit Obligation	29.62	

10 Sensitivity Analysis	(` in Lakhs)	
Particulars	As at March 31, 2022	
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(3.73)	
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	4.39	
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	4.43	
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(3.82)	

32. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:-

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

1) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Variable rate borrowings	2,860.81	3,985.31
Fixed rate borrowings	-	-
Total	2,860.81	3,985.31

ii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant.

The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2022 and March 31, 2021.

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Effect on Profit if Interest Rate - increases by 25 basis points	(4.68)	(6.52)
Effect on Profit if Interest Rate - decrease by 25 basis points	4.68	6.52

***Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.**

2) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there are no material transactions in foreign currency. Hence, no further disclosure is required under this section.

3) Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the group except investment of ` 0.59 Lakhs (previous year ` 0.59 Lakhs) (which is insignificant commensurate with size of the Company) and the company doesn't deal in commodities.

4) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(` in Lakhs)						
Particulars	As at March 31, 2022			As at March 31, 2021		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	7.25	-	7.25	7.30	-	7.30
Loan to related party	9,652.32	2,773.97	6,878.35	9,470.70	2,708.33	6,762.37
Loan to employees	2.17	-	2.17	8.11	-	8.11
Interest accrued on bank deposit	0.48	-	0.48	0.40	-	0.40
GBI claim receivables	19.99	-	19.99	104.32	-	104.32
Trade receivables	855.31	-	855.31	1,104.87	-	1,104.87
Cash and Cash Equivalents	271.08	-	271.08	96.97	-	96.97
Unbilled revenue	37.65	-	37.65	37.59	-	37.59

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customer which is state government run power utility majors. Hence company has not provided for any discounting on time value of money.

b) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2022

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (' in Lakhs)
Borrowings	-	-	100.00	1,406.43	1,354.38	2,860.81
Security deposits from employees	0.17	0.19	4.87	3.88	-	9.11
Trade payable	24.71	-	-	-	-	24.71
Other payable	5.27	-	0.21	-	-	5.48
Salary payable	-	-	0.22	-	-	0.22

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2021

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (' in Lakhs)
Borrowings	146.78	146.78	301.81	1,302.37	2,087.57	3,985.31
Security deposits from employees	0.15	0.16	0.53	9.66	-	10.50
Trade payable	25.30	-	-	-	-	25.30
Other payable	5.88	-	-	-	50.00	55.88
Salary payable	1.58	-	-	-	-	1.58
Related party payable	2.46	-	-	-	-	2.46

33. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(' in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Investment in Punjab & Sind Bank Limited	0.08	0.08	0.09	0.09
Security deposits	7.25	7.25	7.30	7.30
Loan to related party	6,878.35	6,878.35	6,762.37	6,762.37
Loan to employees	2.17	2.17	8.11	8.11
Interest accrued on bank deposit	0.48	0.48	0.40	0.40
GBI claim receivables	19.99	19.99	104.32	104.32
Trade receivables	855.31	855.31	1,104.87	1,104.87
Cash and Cash Equivalents	271.08	271.08	96.97	96.97
Unbilled revenue	37.65	37.65	37.59	37.59
Total Financial Assets	8,072.36	8,072.36	8,122.02	8,122.02
Financial Liabilities				
Borrowings	2,860.81	2,860.81	3,985.31	3,985.31
Security deposits from employees	9.11	9.11	10.50	10.50
Related party payable	-	-	2.46	2.46
Trade payable	24.71	24.71	25.30	25.30
Other payable	5.70	5.70	57.46	57.46
Total Financial Liabilities	2,900.33	2,900.33	4,081.03	4,081.03

(i) Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:-

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level 1: Quoted prices (unadjusted) in the active markets for identical assets or liability

Level 2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level 3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

(` in Lakhs)

Particulars	Carrying amount	Fair value As at March 31, 2022		
	As at March 31, 2022	Level 1	Level 2	Level 3
Financial assets				
Investments (quoted)	0.08	-	-	0.08
Total	0.08	-	-	0.08
Financial liabilities				
Borrowings	2,860.81	-	-	2,860.81
Total	2,860.81	-	-	2,860.81

(` in Lakhs)

Particulars	Carrying amount	Fair value As at March 31, 2021		
	As at March 31, 2021	Level 1	Level 2	Level 3
Financial assets				
Investments (quoted)	0.09	-	-	0.09
Loan to body corporate	-	-	-	-
Total	0.09	-	-	0.09
Financial liabilities				
Borrowings	3,985.31	-	-	3,985.31
Total	3,985.31	-	-	3,985.31

(ii) **Assumptions and valuation technique used to determine fair value**

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

34. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	50.05	11.09	Partly prepayment of Term loan resulting into major impact
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.17	0.24	Partly prepayment of Term loan resulting into major impact
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	1.08	1.97	Partly prepayment of Term loan resulting into major impact
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	5.01%	5.95%	The change in ratio is less than 25%
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	0.81	1.77	Realisation of the debtors resulting into major impact
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	14.91	270.01	Issue with the O&M service provider resulting into major impact
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e Total current assets Less Total Current liabilities)	0.15	0.17	The change in ratio is less than 25%

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	76.48%	84.90%	The change in ratio is less than 25%
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	3.40%	4.26%	The change in ratio is less than 25%
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

35. CAPITAL MANAGEMENT

a) Risk management

The Company's objective when managing capital is to:

- (i) Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during the year 2021-22 and 2020-21 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Net Debt	2,589.73	3,888.35
Total equity	34,020.67	33,195.73
Net Debt to Equity Ratio	0.08	0.12

Loan covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

36. DEFERRED TAX

In accordance with Ind-AS 12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ` 14,793.46 Lakhs (previous year ` 15,894.09 Lakhs) as on March 31, 2022.

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Tax effects constituting deferred tax assets		
Business loss brought/carried forward	16,587.94	16,587.94
Unabsorbed depreciation brought/carried forward	1,048.93	1,873.88
Provision for Leave encashment	29.62	25.27
Provision for Gratuity	63.20	50.12
Total deferred tax assets (a)	17,729.70	18,537.22
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	2,936.23	2,643.12
Total deferred tax liabilities (b)	2,936.23	2,643.12
Net Deferred Tax Asset (a-b)	14,793.46	15,894.09
Less: Valuation Allowance	(14,793.46)	(15,894.09)
Net Deferred tax assets	-	-

37. OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
 - (ii) The Company does not have any transactions with companies struck off.
 - (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
 - (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
 - (v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
 - (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
 - (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- 38.** Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification / disclosure in accordance with amendments in schedule III.
- 39.** The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term Loans in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 12, 2022.

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810
Place: Noida (U.P.)
Date: May 12, 2022

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972
Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060
Ravi Gupta
Company Secretary
M.No. F5731

CONSOLIDATED FINANCIAL STATEMENTS
OF



BHILWARA ENERGY LIMITED

CIN : U31101DL2006PLC148862

INDEPENDENT AUDITORS' REPORT (Consolidated)

TO THE MEMBERS OF Bhilwara Energy Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Bhilwara Energy Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2022, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2022, and their consolidated profit, consolidated total comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Material Uncertainty Related to Going Concern

In Subsidiary ChangoYangthang Hydro Power Limited

We draw attention to Note-35(vii-b) regarding the Board of directors decision to surrender the ChangoYangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to delay and uncertainty in project execution and long delay in Government approvals and licenses lapse, the company has written off Capital Work in progress during the previous year amounting to INR 2,713.18 lakhs. These events or conditions, along with other matters as set forth in Note-34(vii-d), indicate that there exists material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern since the company was incorporated as a Special Purpose Vehicle for this particular project.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

In Subsidiary ChangoYangthang Hydro Power Limited

We draw attention to Note-35(vii-b), the company has surrendered ChangoYangthang HEP (180MW) project in Himachal Pradesh and asked for the refund of Upfront premium of INR 3789.45 lakhs and Security Deposit of INR 180 lakhs with interest since the project is not executable purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/ authorities.

GoHP has formed a committee to deal with the issues of various projects which includes ChangoYangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed, in which the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW ChangoYangthang HEP and refused to co-operate on the issue of development of any project. During the meeting called for by the committee, CHYPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

In View of this, the company has reiterated its demand for refund of money along with the Interest and the management is confident of recovering the Upfront Fees and Security Deposit paid on account of surrender of project, in full. The upfront fee and security deposit as mentioned above have been grouped under Other Non-Current Assets (Note-13) and Non-Current Loans- Security Deposit (Note-7) respectively.

In Subsidiary NJC Hydro Power Limited

We draw attention to Note 35(vi)(a) and (b) to the Ind AS financial statement, which describes the uncertainty relating to the effects of outcome of petition filed by the company with Hon'ble Guwahati High Court for seeking refund of upfront premium as per provisions of MoA, in view of the WII report recommending no construction of Nyamjnag Chhu HEP at site and arbitration notice sent by the company for invoking arbitration as per the directions of the Hon'ble Supreme Court. We are unable to comment on the financial implications and future operations of the company till the final outcome.

In Subsidiary BG Wind Power Limited

We draw attention to 'Note-35(ii)' to the accompanying statement, where the Power Purchase Agreement (PPA) with DISCOM has expired on March 31, 2019. BG Wind Power Limited, Subsidiary is pursuing for Power Purchase Agreement (PPA) with DISCOM @ INR 3.14 per Kwh as per RERC third amendment regulation dated 5th March 2019 for the entire duration of the project. The Discom has yet not renewed the PPA. The Company has continued to recognise Revenue from Sale of Power of INR 554.64 lakhs and Generation Based Incentive (GBI) of INR 89.35 lakhs and shown under Unbilled Revenue as the management of the company believes that PPA will be signed. The company has filed the writ petition with Rajasthan High Court, Jaipur in this regard and the matter is still undecided as hearing is continued.

In Subsidiary Malana Power Company Limited

We draw attention to Note 34(ii)(b) of the consolidated financial statements, which describes the uncertainty relating to the

effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL).

In Subsidiary AD Hydro Power Limited

We draw attention to Note 35(iv)(b) of the consolidated financial statements, which describes the uncertainty relating to the effects of outcome of litigation with three parties using the transmission line.

Our opinion is not modified in respect of matters stated above.

Other Matters

We did not audit the Ind AS financial statements of 5 Subsidiaries including a step-down subsidiary, whose financial statements reflect total assets of INR 2,75,578.42 Lakhs as at 31st March, 2022, total revenues of INR 43,502.68 Lakhs and net cash flows amounting to INR 293.03 Lakhs for the year ended on March 31, 2022, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and financial statements certified by the Management.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Holding Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the consolidated financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The Board of Directors of the companies of the Group are responsible for maintenance of adequate

accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, Holding Company's Board of Directors is responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The Board of Directors of the companies of the group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue

as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books-
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements
 - d) In our opinion, the aforesaid consolidated financial

statements comply with the Ind AS specified under Section 133 of the Act.

- e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding company incorporated in India is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of Group.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note-33 to the Consolidated Ind AS financial statements.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.
 - iv) (a) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief as disclosed in note 48(vii). to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent

or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief as disclosed in note 48(viii). to the consolidated financial statements, no funds have been received by the Parent or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries which are

companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and by the subsidiary auditor of respective company included in the consolidated financial statements to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in its CARO report.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal

Partner
Membership No. 081810

Place: Noida, U.P.
Date: May 12, 2022

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Our reporting on the internal financial controls over financial reporting is not applicable in respect of one audited subsidiary incorporated outside India.

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls over financial reporting **Bhilwara Energy Limited** (hereinafter referred to as "the Holding Company") and its six subsidiaries companies (including one step-down subsidiary, which are the Company incorporated in India, as of that date).

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary company which is the company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly

and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding Company and its subsidiary company which is the company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected

depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company and its subsidiary company which is the company incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial

reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Holding Company and the subsidiary company, which is the company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 4 subsidiaries (including a step-down subsidiary), which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal

Partner
Membership No. 081810

Place: Noida, U.P.
Date: May 12, 2022

BALANCE SHEET AS AT MARCH 31, 2022 (Consolidated)

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
I ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	3	143,056.04	149,516.35
(b) Capital work-in-progress	4	3,931.55	3,902.15
(c) Other intangible asset	5	5.32	6.32
(d) Financial Assets			
(i) Investments	6	0.08	0.09
(ii) Loans	7	258.78	248.94
(iii) Trade Receivables	9	3,570.57	3,626.94
(iv) Other financial assets	11	1,895.12	4,990.12
(e) Non- Current Tax Assets	12	1,295.11	263.52
(f) Other non-current assets	13	3,832.74	3,838.54
		157,845.31	166,392.97
(2) Current Assets			
(a) Financial Assets			
(i) Loans	7	29.65	42.97
(ii) Cash and cash equivalents	8(a)	2,075.95	1,647.07
(iii) Bank balances other than (ii) and above	8(b)	6,276.17	6,473.78
(iv) Trade Receivables	9	3,112.77	2,143.36
(b) Inventories	10	1,253.87	1,194.42
(c) Other financial assets	11	7,627.56	1,387.36
(d) Other current assets	13	650.34	493.46
		21,026.31	13,382.42
Total Assets		178,871.62	179,775.39
II EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital	14	16,575.93	16,575.93
(b) Other Equity	15	64,351.00	56,240.63
		80,926.93	72,816.56
(c) Non-Controlling Interest	15	73,638.14	64,462.52
(2) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Long-Term Borrowings	16	15,792.63	32,623.62
(b) Deferred Tax Liabilities (Net)	20	1,126.34	559.75
(c) Provisions	22	442.77	433.30
		17,361.74	33,616.67
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	2,390.00	5,933.53
(ii) Trade Payable	17		
- Total outstanding dues of micro enterprises and small enterprises		2.70	1.65
- Total outstanding dues of trade payable other than micro enterprises and small enterprises		2,120.80	1,561.28
(ii) Other Financial Liabilities	18	1,094.22	609.70
(b) Other Current Liabilities	19	321.03	229.58
(c) Current Tax Liabilities	21	785.31	260.03
(d) Provisions	22	230.75	283.87
		6,944.81	8,879.64
Total Equity and Liabilities		178,871.62	179,775.39
Significant Accounting Policies	2		

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810
Place: Noida (U.P.)
Date: May 12, 2022

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972
Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060
Ravi Gupta
Company Secretary
M.No. F5731

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022 (Consolidated)

		(` in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2022	For the year ended March 31, 2021
i Revenue From Operations	23	38,893.55	27,335.21
ii Other Income	24	4,806.53	1,741.64
iii Total Income		43,700.08	29,076.85
iv Expenses			
Wheeling Cost		554.25	691.93
Bulk power transmission charges		2,915.00	2,449.57
Open access charges		2,330.70	1,870.40
Employee benefits expense	25	3,498.87	3,089.83
Finance costs	26	3,506.28	4,919.11
Depreciation/impairment and amortization expense	27	6,533.33	6,971.30
Other expenses	28	3,524.96	3,688.24
v Total Expenses		22,863.39	23,680.38
vi Profit/(loss) before tax		20,836.69	5,396.47
vii Tax Expense	29		
Current tax expenses		2,756.54	1,624.73
Deferred tax (credit)/charge		(80.94)	(44.15)
Tax related to previous year		-	208.45
viii Total Tax Expense		2,675.60	1,789.03
ix Profit/(loss) for the year end		18,161.09	3,607.44
x Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	30		
- Re-measurement gains/(losses) on defined benefit plans		(5.01)	90.17
- Income Tax relating Re-measurement losses on defined benefit plans		(2.64)	(13.72)
xi Other Comprehensive Income/(Expense) for the year		(7.65)	76.45
xii Total comprehensive income for the year (Comprising Profit/Loss and Other comprehensive income for the year)		18,153.44	3,683.89
Profit for the year attributable to:-			
Owners of Bhilwara Energy Limited		8,116.44	1,279.59
Non-controlling interest		10,044.65	2,327.85
		18,161.09	3,607.44
Other comprehensive income/(expense) for the year attributable to:-			
Owners of Bhilwara Energy Limited		(6.07)	44.36
Non-controlling interest		(1.58)	32.09
		(7.65)	76.45
Total comprehensive income for the year attributable to:-			
Owners of Bhilwara Energy Limited		8,110.37	1,323.95
Non-controlling interest		10,043.07	2,359.94
		18,153.44	3,683.89
xiii Paid-up equity share capital (of ` 10/- each fully paid)		16,575.93	16,575.93
xiv Other equity		64,351.00	56,240.63
xv Earnings per Equity Shares	31		
1) Basic (in `)		4.90	0.77
2) Diluted (in `)		4.90	0.77
Face value (in `)		10.00	10.00
Significant Accounting Policies	2		

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810
Place: Noida (U.P.)
Date: May 12, 2022

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972
Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060
Ravi Gupta
Company Secretary
M.No. F5731

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022 (Consolidated)

a. Equity Share Capital

1. Current reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance as at April 1, 2021	165,759,311	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	165,759,311	16,575.93

2. Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance as at April 1, 2020	165,759,311	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2021	165,759,311	16,575.93

b. Other Equity

1. Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus				Total	Non-Controlling Interest	Total
	Capital Reserve	Capital Reserve on consolidation	Securities Premium	Surplus in Statement of Profit and Loss			
Balance as at April 1, 2021	599.19	13,995.04	41,641.56	4.84	56,240.63	64,462.52	120,703.15
Profit / (Loss) during the year	-	-	-	8,116.44	8,116.44	10,044.65	18,161.09
Other comprehensive loss during the year	-	-	-	(6.07)	(6.07)	(1.58)	(7.65)
Interim dividend paid during the year	-	-	-	-	-	(867.45)	(867.45)
Total	-	-	-	8,110.37	8,110.37	9,175.62	17,285.99
Balance as at March 31, 2022	599.19	13,995.04	41,641.56	8,115.21	64,351.00	73,638.14	137,989.14

2. Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus				Total	Non-Controlling Interest	Total
	Capital Reserve	Capital Reserve on consolidation	Securities Premium	Surplus in Statement of Profit and Loss			
Balance as at April 1, 2020	599.19	13,995.04	41,641.56	(1,218.39)	55,017.40	63,114.61	118,132.01
Profit / (Loss) during the year	-	-	-	1,279.60	1,279.60	2,327.85	3,607.45
Ind AS Adjustment	-	-	-	(106.63)	(106.63)	-	(106.63)
Less-Transfer to Profit & Loss Account	-	-	-	5.90	5.90	-	5.90
Other comprehensive profit during the year	-	-	-	44.36	44.36	32.09	76.45
Interim dividend paid during the year	-	-	-	-	-	(1,012.03)	(1,012.03)
Total	-	-	-	1,223.23	1,223.23	1,347.91	2,571.14
Balance as at March 31, 2021	599.19	13,995.04	41,641.56	4.84	56,240.63	64,462.52	120,703.15

Significant Accounting Policies

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 12, 2022

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022 (Consolidated)

Particulars	(` in Lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net operating profit/(loss) before tax	20,836.69	5,396.47
Depreciation of Property Plant and Equipment	6,532.33	6,953.16
Amortisation of Intangible Assets	1.00	18.14
Provision no longer required written back	(3,112.58)	-
Gain on disposal of Property, plant and equipment	-	(12.77)
Provision for Gratuity and leave encashment	80.73	79.28
Finance Cost	3,506.28	4,919.11
Claim for generation loss / PLF / machine availability	(132.01)	(125.63)
Interest Income	(1,554.66)	(1,741.64)
Impairment in value capital work-in-progress (CWIP)	2.35	175.51
Deferred interest on suppliers credit	76.99	64.62
Expected credit loss (recovery)-body corporate	-	(188.43)
Bad Debt written off	159.95	15.91
Fair valuation of Investment	0.01	(0.04)
	26,397.08	15,553.69
Working Capital Adjustments:		
Adjustments for (increase)/ decrease in Operating Assets		
(Increase) / Decrease in Non Current Financial Asset	3.48	17.21
(Increase) / Decrease in Non Current Other Financial Asset	3,095.00	(15.46)
(Increase) / Decrease in Non Current Tax Assets	(1,031.59)	-
(Increase) / Decrease in Other Non Current Asset	5.80	(97.25)
(Increase) / Decrease in Trade Receivables	(913.04)	(1,601.14)
(Increase) / Decrease in Inventories	(59.45)	29.88
(Increase) / Decrease in Current Other Financial Assets	(6,240.20)	(512.19)
(Increase) / Decrease in Other Current Assets	(156.88)	(21.84)
Adjustments for increase/ (decrease) in Operating Liabilities		
Increase / (Decrease) in Trade payable	560.57	144.63
Increase / (Decrease) in Current Other Financial Liabilities	484.52	756.03
Increase / (Decrease) in Other Current liabilities	91.45	(193.45)
Increase / (Decrease) in Current Provision	(53.12)	(122.73)
Increase / (Decrease) in Non Current Provision	9.47	(46.00)
Increase / (Decrease) in Current Tax Liability	1,091.87	699.80
Cash flow (used) in/ from Operating Activities	23,284.96	14,591.18
Income tax paid (net of refund)	(2,545.25)	(858.57)
Net cash flow (used) in/ from Operating Activities	20,739.71	13,732.61
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and Equipment	(113.70)	(153.14)
Proceeds from fixed assets	20.03	284.96
Addition to Capital work in progress	(29.40)	(173.17)
Interest received	4,464.83	804.14
(Increase) in Bank Fixed Deposit\ Bank Balance other than Cash & Cash Equivalent	197.61	(924.75)
Net cash flow (used) in/ from Investing Activities	4,539.37	(161.96)

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
C. CASH FLOW FROM FINANCING ACTIVITIES		
(Repayment) Long-term borrowings during the year	(20,846.47)	(12,494.92)
Proceeds Long-term borrowings during the year	370.00	1,052.47
Payment of finance cost	(3,506.28)	(4,988.16)
Interim Dividend paid during the year - NCI	(867.45)	(1,012.03)
Net cash (used) in/ from Financing Activities	(24,850.20)	(17,442.64)
Net increase/(decrease) in Cash & Cash equivalent	428.88	(3,871.99)
Cash & Cash equivalent at the beginning of the year	1,647.07	5,519.06
Cash & Cash equivalent at the year ended	2,075.95	1,647.07

Significant Accounting Policies

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 12, 2022

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022 (Consolidated)

1. CORPORATE INFORMATION

Bhilwara Energy Limited-(BEL) is a public limited company incorporated on 17th May, 2006 under the Companies Act, 1956. BEL (holding company) together with its subsidiaries is hereinafter referred to as the 'Group'. Group is engaged in the establishment, operation and maintenance of power generating stations and tie- lines, sub-stations and main transmission lines connected therewith. Operation and maintenance of such power generating stations, tie-lines, sub- stations and main transmission lines as are assigned to it by the competent Government or Governments. Group has various projects under operation including 14 MW wind power project in Kolhapur (BEL), 86 MW hydro power project (MPCL), 192 MW Hydro power project (ADHPL), 20 MW wind project (BGWPL).

The subsidiaries considered in the consolidated financial statements are:-

Name of subsidiary/ step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on March 31, 2022 (%)	Proportion of ownership as on March 31, 2021 (%)
1. Malana Power Company Limited	MPCL	India	51.00%	51.00%
2. AD Hydro Power Limited (88% subsidiary of MPCL)	ADHPL	India	44.88%	44.88%
3. BG Wind Power Limited	BGWPL	India	100.00%	100.00%
4. Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%
5. NJC Hydro Power Limited	NHPL	India	100.00%	100.00%
6. Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%
7. Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

In accordance with the notification issued by the Ministry of Corporate Affairs, Group, with effect from 1st April 2016, has adopted Indian Accounting Standards (the 'Ind AS') notified under the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amended) Rules, 2016. The Group has prepared its consolidated financial statements in accordance with accounting standards as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (referred to as 'Indian GAAP').

The consolidated financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

These consolidated financial statements have been prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair value, as explained in accounting policies.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiary as at March 31, 2022. Control is achieved when Group is exposed, or has right, to variable return from its involvement with the investee and has the ability to affect those returns through its power over the investee. Group re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control.

Consolidation of a subsidiary begins when Group obtains control over the subsidiary and ceases when Group loses control of the subsidiary. Assets, Liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date Group gains control until the date Group ceases to control the subsidiary. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statement in preparing the consolidated financial statements to ensure conformity with Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Group, i.e. year ended on March 31. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of Group and to the non-controlling interests, even if the results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with Group accounting policies. All intra-Group assets and liabilities, equity,

income, expenses and cash flows relating to transactions between members of Group are eliminated in full on consolidation.

Consolidation Procedure

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows to the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combination policy explains how to account for any related goodwill.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statement. Ind AS 12 Income tax applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

2.3 Summary of significant accounting policies

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle
- b) Held primarily for the purpose of trading
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least
- e) twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:-

- a) It is expected to be settled in normal operating cycle
- b) It is held primarily for the purpose of trading
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

i. Service Concession Arrangements

Management has assessed applicability of Appendix-A of Ind AS 11: Service Concession Arrangements to power distribution arrangements entered into by the Group. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

ii. Arrangement to be classified as lease

Management has assessed applicability of Appendix-C of Ind AS-17 Arrangement to be classified as Lease. In assessing the applicability to arrangements entered into by the company, management has exercised the judgment to evaluate the right to use the underlying asset, substance of the transaction including legally enforced arrangements and other significant terms and conditions of the arrangement to conclude whether the arrangement meets the criteria under Appendix-C to Ind AS-17.

iii. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Group. The useful lives and residual values of property, plant and equipment are determined by the management based on

technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Group believes that the useful life best represents the period over which the Group expects to use these assets.

iv. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the amount can be reliably measured.

Sale of Electricity

Revenue from sale of electricity is recognised on the basis of billable electricity (over and above free supply to HP State Government) scheduled to be transmitted to the customers, which approximates the actual electricity transmitted.

Consultancy services

Revenue comprises income received on account of consultancy fees for the services rendered and recognised on accrual basis.

Voluntary Emission Rights (VER)

Revenue is recognised as and when the VERs is sold and it is probable that the economic benefits will flow to the Group.

Carbon Credit Entitlement / Certified Emission Reductions (CER)

In process of generation of hydro-electric power, the Group also generates carbon emission reduction units which may be negotiated for price in international market under Clean Development Mechanism (CDM) subject to completing certain formalities and obtaining certificate of Carbon Emission Reduction (CER) as per Kyoto Protocol. Revenue from CER is recognised as and when the CER's are certified and ultimate collections are made for the same.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Renewable Energy Certificate (REC)

Gross proceeds from sale of Renewable Energy Certificates (RECs) are recognized when all the significant risks and rewards of ownership of RECs have been passed to the buyer, usually on delivery of the RECs at actual rate of realization.

Sale of scrap

Revenue in respect of sale of scrap is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer.

Transmission lines

Revenue from transmission income is recognized on accrual basis

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment with mutual funds and others is recognized when the right to receive payment is established.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

i. In case of holding company

Depreciation on tangible fixed assets is provided on the straight-line-method (SLM) using the rate arrived at

based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Asset description	Useful Life
Plant & machinery	22 Years
Other equipment	05-10 Years
Computers and Equipment's	03-06 Years
Vehicle	08 Years
Furniture & fixtures	10 Years

ii. In case of MPCL & ADHPL

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013 except in case of roads which has been taken as 7 years based on technical evaluation. The Group has used the following rates to provide depreciation on its fixed assets.

Asset description	Useful Life
Other buildings	60 Years
Plant and machinery used in generation, transmission and distribution of power.	40 Years
Transmission lines	40 Years
Factory buildings	30 Years
Plant and equipment	15 Years
Furniture and fixtures	10 Years
Electrical installations	10 Years
Vehicles	08 Years
Computers and data processing equipment	03-06 Years
Office equipment	05 Years
Roads	10 Years
Software	03 Years

iii. In case of BG Wind

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

On Plant and Machineries (Wind Turbine Generator)

Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

e) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years, except in case of BG wind where the expected useful life does not exceed 5years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Inventory Valuation

Inventories comprising of components of stores and spares are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

h) Impairment of Non-Financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments

All equity investments in scope of Ind AS-109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS-103 applies are classified as at FVTPL. For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from Group's consolidated balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ And either (a) Group has transferred substantially all the risks and rewards of the asset, or (b) Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b. Financial assets that are debt instruments and are measured as at FVTOCI
- c. Lease receivables under Ind AS 17
- d. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18
- e. Loan commitments which are not measured as at FVTPL
- f. Financial guarantee contracts which are not measured as at FVTPL

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis. The Group does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Financial Guarantee Contracts

Financial Guarantee Contracts issued by the group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of debt instrument. Financial Guarantee Contracts are recognised initially as a liability at fair value, adjusted for transactions cost that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or

the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations.

If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

i. Provident fund and superannuation plans

Retirement benefits in the form of provident fund and superannuation plans are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

ii. Gratuity

Group's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund.

The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

iii. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

iv. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

The Company presents its leave, gratuity as current and non-current based on the actuarial valuation.

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and

not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. In the situations where the Group is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Group's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Non-Current Asset held for Sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned.

The group treats sale/ distribution of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

n) Preoperative Expenses

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/

implementation, interest on term loans/ debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

o) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

p) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

q) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

r) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

s) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset.

The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

t) Fair Value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

u) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

v) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

w) Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) The nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) The instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) Changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21 related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations - The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.
- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework

encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.

- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework.
- (vi) Ind AS 106 Exploration for and evaluation of mineral resources; Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting- The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the financial statements of the Company.

3 PROPERTY, PLANT & EQUIPMENT

(` in Lakhs)

Particulars	Tangible Assets											Total
	Freehold land	Freehold building	Civil/ Hydraulic Work	Transmission line	Plant and Machinery	Project Equipment	Electrical Installation	Office Equipments	Furniture and Fixtures	Computers	Vehicles	
Cost or valuation												
As at April 1, 2020	3,629.52	30,484.48	102,070.46	44,363.91	78,000.90	0.39	604.86	211.19	198.60	157.98	341.96	260,064.18
Additions	-	-	-	-	22.01	-	43.96	9.84	4.81	17.08	55.44	153.14
Disposals	-	-	-	26.60	-	0.16	3.97	6.84	1.69	33.48	31.95	104.69
As at March 31, 2021	3,629.52	30,484.48	102,070.46	44,337.31	78,022.91	0.23	644.85	214.19	201.72	141.58	365.45	260,112.63
As at April 1, 2021	3,629.52	30,484.48	102,070.46	44,337.31	78,022.91	0.23	644.85	214.19	201.72	141.58	365.45	260,112.63
Additions	-	-	-	-	0.37	-	0.12	53.85	4.60	6.40	47.50	112.84
Disposals	-	-	-	-	48.88	-	5.29	17.24	129.31	26.90	43.84	271.39
As at March 31, 2022	3,629.52	30,484.48	102,070.46	44,337.31	77,974.40	0.23	639.68	250.80	77.01	121.08	369.11	259,954.08
Depreciation												
As at April 1, 2020	-	22,615.12	37,363.91	14,527.67	27,069.84	0.39	537.05	162.31	173.11	121.82	156.80	102,728.02
Charge for the year	-	1,679.01	2,008.79	910.21	2,266.07	-	11.50	17.84	2.80	16.70	34.36	6,947.28
Disposals	-	-	-	8.21	-	0.16	3.79	6.63	1.27	32.47	26.49	79.02
As at March 31, 2021	-	24,294.13	39,372.70	15,429.67	29,335.91	0.23	544.76	173.52	174.64	106.05	164.67	109,596.28
As at April 1, 2021	-	24,294.13	39,372.70	15,429.67	29,335.91	0.23	544.76	173.52	174.64	106.05	164.67	109,596.28
Charge for the year	-	1,258.23	2,008.79	909.63	2,267.05	-	12.31	19.78	3.30	14.60	38.64	6,532.33
Disposals	-	-	-	35.02	-	-	5.02	16.44	121.84	25.82	26.43	230.57
As at March 31, 2022	-	25,552.36	41,381.49	16,304.28	31,602.96	0.23	552.05	176.86	56.10	94.83	176.88	115,898.04
Impairment*												
As at April 1, 2021	-	-	-	-	1,000.00	-	-	-	-	-	-	1,000.00
Disposal/Decapitalisation	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2022	-	-	-	-	1,000.00	-	-	-	-	-	-	1,000.00
Net Block												
As at March 31, 2021	3,629.52	6,190.35	62,697.76	28,907.64	47,687.00	-	100.09	40.67	27.08	35.53	200.78	149,516.35
As at March 31, 2022	3,629.52	4,932.12	60,688.97	28,033.03	45,371.44	-	87.63	73.94	20.91	26.25	192.23	143,056.04

Notes :**In case of BGWPL***

Impairment: The management has provided impairment of ` 1,000.00 Lakhs during the financial year 2017-18, based on fair market value determined by independent valuer.

In case of MPCL

All the assets are owned by the Company except as mentioned otherwise.

- 1) Building, bridges and roads includes cost of road ` 1,228.38 Lakhs (Previous year ` 1,228.38 Lakhs) and written down value of ` 61.42 Lakhs (previous year ` 61.42 Lakhs) constructed on forest land diverted for the project under irrevocable right to use.
- 2) Transmission Lines includes ` 41.81 Lakhs (Previous year ` 41.81 Lakhs) and accumulated depreciation of ` 21.55 Lakhs as on March 31, 2022 (including depreciation charged during the period is of ` 1.05 Lakhs) towards cost of land and compensation paid to Forest Department for construction of Transmission towers under irrevocable right to use.

In case of ADHPL

All the assets are owned by the Company except as mentioned otherwise.

1. Building and roads includes cost of roads ` 129.03 Lakhs constructed on land acquired for the project
2. Gross block of transmission line includes payment for 'Right to use' amounting to ` 5,253.98 Lakhs and accumulated depreciation of ` 1,515.74 Lakhs as on March 31, 2022 (including depreciation charged during the period is of ` 131.35 Lakhs). Right to use' is a irrevocable perpetual right of use of land, but the ownership of land does not vest with ADHPL
3. Land includes ` 2,999.04 Lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of ADHPL has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers amounting ` 705.75 Lakhs and the mutation is in progress. (Refer Note 39 of ADHPL)
4. Refer note no 14 (ADHPL Stand-alone) for the information on Property, Plant and Equipment pledged as security.

4 CAPITAL WORK-IN-PROGRESS

(₹ in Lakhs)

Particulars	Total
As at April 1, 2020	3,902.15
Additions	173.17
Less: CWIP Adjustment- Balephi Jalvidyut Co Ltd.	-
Less: CWIP Adjustment- Malana Power Co Ltd.	-
Less: CWIP Adjustment- BGWPL	-
Less: CWIP Impairment- NHPL	173.17
As at March 31, 2021	3,902.15
As at April 1, 2021	3,902.15
Additions	
Add: CWIP Balephi Jalvidyut Co Ltd.	29.40
As at March 31, 2022	3,931.55

5 OTHER INTANGIBLE ASSET

(₹ in Lakhs)

Particulars	Software	Total
Cost or valuation		
As at April 1, 2020	123.12	123.12
Additions	-	-
Disposals	7.10	7.10
As at March 31, 2021	116.02	116.02
As at April 1, 2021		
Additions	-	-
Disposals	-	-
As at March 31, 2022	116.02	116.02
Depreciation		
As at April 1, 2020	98.59	98.59
Charge for the year	18.14	18.14
Disposals	7.03	7.03
As at March 31, 2021	109.70	109.70
As at April 1, 2021	109.70	109.70
Charge for the year	1.00	1.00
Disposals	-	-
As at March 31, 2022	110.70	110.70
Net Block		
As at March 31, 2021	6.32	6.32
As at March 31, 2022	5.32	5.32

6 INVESTMENTS

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Investment in others (quoted)		
489 (Previous year 489) equity shares of ₹ 10 each fully paid up of Punjab & Sind Bank Ltd. [Market value of the investment ₹ 0.08 Lakhs (Previous year ₹ 0.09 Lakhs Lakhs)]	0.08	0.09
	0.08	0.09
Aggregate amount of quoted investments	0.59	0.59
Market value of quoted investments	0.08	0.09
Investments carried at fair value through statement of profit and loss	0.08	0.09

7 LOANS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
(a) SECURITY DEPOSITS				
Security deposits*	208.39	199.36	-	4.10
Deposit with NSDL	1.50	1.50	-	-
Security Deposits (SLDC-QCA)	8.00	8.00	-	-
Loan to employees	40.89	40.08	29.65	38.87
	258.78	248.94	29.65	42.97

In case of CYHPL*

In March 2014, the company deposited security ` 180.00 Lakhs to Government of Himachal Pradesh for Chango Yangthang HEP (180 MW).

8 CASH AND CASH EQUIVALENTS

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
(a) - Balance with banks		
In Current Accounts	244.34	308.51
In Deposit Accounts (with original maturity less than 3 months)	1,822.53	1,328.59
- Cash on hand	9.08	9.97
	2,075.95	1,647.07
(b) Bank balances (other than cash and cash equivalents)		
Margin money (held as security)*	580.18	2,962.78
Fixed deposits more than 3 months but less than 12 months)	5,695.99	3,511.00
	6,276.17	6,473.78

In case of ADHPL*

Out of total margin money ` 550.00 Lakhs (previous year ` 2,414.00 Lakhs) held as margin money with IDBI Trustee for repayments of borrowings and balance held as security deposit with banks for non fund based limit.

9 TRADE RECEIVABLES

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Secured, Considered Good				
Unsecured, considered good*	3,570.57	3,626.94	3,112.77	2,143.36
Credit impaired	347.60	316.68	-	28.33
Less: Provision for expected credit loss	(347.60)	(316.68)	-	(28.33)
	3,570.57	3,626.94	3,112.77	2,143.36

In case of Holding Company

Note : The average credit period for the Company's receivables from its generation and transmission business is in the range of 60 days.

In case of ICCSL*

The Debtors Outstanding more than 180 days amount to ` 344.27 Lakhs, The Management is confident to recover all outstanding, Hence no Provision required.

In case of ADHPL*

Note : The average credit period for ADHPL receivables from its generation and transmission business is in the range of 7 to 10 days.

Refer Note 29.3 (ii) and (iii)-(ADHPL Stand-alone)

In case of MPCL*

Note : The average credit period for MPCL receivables from its generation 5 to 7 days and transmission business is in the range of 30 to 60 days

MPCL has receivables balance from HPSEBL for usage of transmission line amounting ` 388.11 Lakhs (Previous year ` 475.39 Lakhs). The amount is fully recoverable which will be received once the matter mentioned in footnote to Note 7(b) and 31.1(ii) will be finally disposed off. During the year, MPCL has written off amount of ` 124.93 Lakhs against State Transmission Utility ("STU") income from HPSEB in view of prolonged litigation and no chances of recovering this amount.

Trade Receivables Ageing Schedule- Non Current

(` in Lakhs)

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	93.61	32.73	165.19	291.53
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	(2.53)	(28.39)	(30.92)
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	13.34	19.24	23.86	300.18	2,115.98	1,154.04	3,626.64
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	13.34	19.24	23.86	393.79	2,146.18	974.16	3,570.57

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2021	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	36.37	88.36	133.31	258.04
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	(2.49)	(25.84)	(28.33)
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	5.45	-	240.15	2,109.28	665.07	693.96	3,713.91
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	5.45	-	240.15	2,145.65	750.94	484.75	3,626.94

Trade Receivables Ageing Schedule- Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	1,720.62	773.69	466.32	-	50.38	-	3,011.01
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Trade Receivable-Billed	1,720.62	773.69	466.32	-	50.38	-	3,011.01
Trade Receivable-Unbilled							101.76
Total							3,112.77

Trade Receivables Ageing Schedule- Current

As at March 31, 2021	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	454.79	1,009.28	414.89	226.81	-	-	2,105.77
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Trade Receivable-Billed	454.79	1,009.28	414.89	226.81	-	-	2,105.77
Trade Receivable-Unbilled							37.59
Total							2,143.36

10 INVENTORIES

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Stores and spares(**)	1,253.87	1,192.39
Scrap	-	2.03
	1,253.87	1,194.42

In case of ADHPL* & MPCL**

* Includes store lying with third parties ` 55.63 Lakhs (previous year ` 55.57 Lakhs)

**Includes store lying with third parties ` 17.51 Lakhs (previous year ` 0.43 Lakhs)

11 OTHER FINANCIAL ASSETS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
GBI claim receivable	-	-	178.28	212.26
Deposit with maturity more than 12 month*	3.40	3.40	-	-
Amount paid under protest #	35.00	35.00	-	-
Less : Amount written off during the year	(35.00)	-	-	-
Unbilled revenue	-	-	1,237.74	988.29
Recoverable from Himachal Pradesh State Electricity Board Limited (Net)**	1,863.14	1,863.14	6.90	-
Interest accrued on loan to body corporate				
Interest accrued on bank deposit	-	-	26.88	125.39
Retention money	28.58	28.58	-	-
Advance for Bara Banghal project [including ` 681.88 Lakhs (previous year ` 681.88 Lakhs) towards consultancy and other expenses on the project] (Refer Note no. 34)				
- Unsecured, considered good	-	3,060.00	6,120.00	-
- Unsecured, considered doubtful	681.84	3,741.84	-	-
Less : Provision for doubtful receivables	-	(3,741.84)	-	-
Less: Written off during the year	(681.84)	-	-	-
Advances recoverable in cash and kind (from others) ##	-	-	57.76	61.42
	1,895.12	4,990.12	7,627.56	1,387.36

In case of ADHPL

*Fixed deposit of ` 3.40 Lakhs (previous year ` 3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority

#Refer note No.29.1(C) of ADHPL Standalone

In case of ICCSL##

Advances recoverable in cash and kind (from others) (Net of Defined Benefit Obligation of ` 59.49 Lakhs (Previous Year ` 73.28 Lakhs)

Advances recoverable in cash and kind pertaining to "Excess of the contribution to Planned funds" against Defined benefit Obligation till FY 20-21. During the FY 2021-22, management has not considered change in value of funds, resulting into non consideration of Other Comprehensive Income amounting ` 5.83 Lakhs and Expenses of ` 0.53 Lakh in the Financials Statements

In case of MPCL**

In relation to wheeling charges matter (as fully described in Note 31.1(ii)) of MPCL, during earlier years, the High Court of Himachal Pradesh directed MPCL to deposit ` 1,000.00 Lakhs with the registry of the Court, which was deposited by MPCL on January 24, 2018. Thereafter, Hon'ble Supreme Court vide order dated July 22, 2019 directed MPCL to further deposit ` 1,816.75 Lakhs with HPSEBL, which MPCL deposited on August 14, 2019. Also, MPCL has payable balance to HPSEBL related to wheeling charges amounting ` 953.61 Lakhs which has been off setted by MPCL against the aforementioned deposits as HPSEBL has withdrawn ` 1,000.00 Lakhs from the High court of Himachal Pradesh (as it was permitted to do so). Net balance of ` 1,863.14 Lakhs (Previous year ` 1,863.14 Lakhs) has been disclosed in other financial assets as on March 31, 2022.

12 TAX ASSETS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
TDS receivable & advance taxes*	1,248.93	229.42	-	-
Mat Credit Entitlement	46.18	34.10	-	-
	1,295.11	263.52	-	-

In case of ICCSL*

TDS Receivable & advance taxes (Net of provision of ` 46.18 Lakhs (previous year ` 26.62 Lakhs).

The TDS Receivable Amount to ` 5.55 Lakhs pertaing to previous years on or before A.Y. 2019-20, The Managment is confident to recover all TDS amount, Hence no Provision/written off is required.

In case of MPCL*

Advance Income Tax (net of provisions of ` 9,833.19 Lakhs, ` 9,210.23 Lakhs in 2020-21).

In case of ADHPL*

Advance Income tax (net of provisions of ` 640.76 Lakhs, ` 640.76 Lakhs in 2020-21).

13 OTHER ASSETS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Considered good, Unless otherwise stated				
Upfront premium**	3,789.45	3,789.45	-	-
Capital advances	-	-	62.04	62.04
Advance to creditors/capital creditors	-	-	237.36	135.52
Advances recoverable	-	-	124.43	7.76
Advances to employees	1.05	-	21.81	38.83
Prepaid expenses #	42.24	49.09	164.27	196.40
Advances to Suppliers				
- Unsecured, considered good	-	-	40.43	52.91
- Unsecured, considered doubtful	-	-	849.40	849.40
- Less: Provision for doubtful advances	-	-	(849.40)	(849.40)
	3,832.74	3,838.54	650.34	493.46

In case of BGWPL

#As per the agreement with Inox (Inox Wind Limited and Inox Green Energy Services Limited. (Previously known as Inox Wind Infrastructure Services Limited)), turnkey service provider, lease hold rights (sub lease) of land is in the process of execution in favour of BGWPL.

In case of CYHPL

**The management of CYHPL is of the view that the upfront premium deposited at the time of allotment amounting to ` 3,789.45 Lakhs would be refunded by the Directorate of Energy, Government of Himachal Pradesh on surrender of the project due to the events beyond the control of CYHPL.

14 EQUITY SHARE CAPITAL

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
2,000.00 Lakhs (previous year 2,000.00 Lakhs) equity shares of ` 10 each	20,000.00	20,000.00
40.00 Lakhs (previous year 40.00 Lakhs) cumulative redeemable preference shares of ` 100 each	4,000.00	4,000.00
	24,000.00	24,000.00
Issued, subscribed and fully paid up		
16,57,59,311 (previous year 16,57,59,311) equity shares of ` 10 each fully paid up	16,575.93	16,575.93
Total Issued, subscribed and fully paid up share capital	16,575.93	16,575.93

Notes:**(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year**

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	(` in Lakhs)	No. of shares	(` in Lakhs)
Shares outstanding at the beginning of the year	165,759,311	16,575.93	165,759,311	16,575.93
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	165,759,311	16,575.93	165,759,311	16,575.93

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ` 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% holding	No. of shares	% holding
Name of the Share Holders				
Equity shares of ` 10 each fully paid up				
HEG Limited	81,232,560	49.01%	81,232,560	49.01%
RSWM Limited	12,524,960	7.56%	12,524,960	7.56%
Ravi Jhunjunwala	9,988,966	6.03%	9,988,966	6.03%
LNJ Spark Advisory LLP	35,469,782	21.40%	35,469,782	21.40%
International Finance Corporation	8,360,238	5.04%	8,360,238	5.04%
	147,576,506	89.03%	147,576,506	89.03%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(d) Shares held by promoter

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ` 10 each fully paid	HEG Limited	81,232,560	49.01%	81,232,560	49.01%
Equity shares of ` 10 each fully paid	RSWM Limited	12,524,960	7.56%	12,524,960	7.56%
Equity shares of ` 10 each fully paid	Ravi Jhunjunwala	9,988,966	6.03%	9,988,966	6.03%
Equity shares of ` 10 each fully paid	LNJ Spark Advisory	35,469,782	21.40%	35,469,782	21.40%
Total		139,216,268	83.99%	139,216,268	83.99%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(e) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

15. OTHER EQUITY

(` in Lakhs)

(a) Capital reserve	
Balances as at April 1, 2020	599.19
Addition during the year	-
Balances as at March 31, 2021	599.19
Addition during the year	-
Balances as at March 31, 2022	599.19
(b) Capital Reserve on consolidation	
Balances as at April 1, 2020	13,995.04
Addition during the year	-
Balances as at March 31, 2021	13,995.04
Addition during the year	-
Balances as at March 31, 2022	13,995.04
(c) Securities Premium	
Balances as at April 1, 2020	41,641.56
Add: Premium on issue of Equity Shares through ESOP	-
Balances as at March 31, 2021	41,641.56
Add: Premium on issue of Equity Shares through ESOP	-
Balances as at March 31, 2022	41,641.56
(d) Retained Earnings	
Balances as at April 1, 2020	(1,183.02)
Profit / (Loss) during the year	1,279.60
Ind AS Adjustment	(106.63)
Less-Transfer to Profit & Loss Account*	5.90
Balances as at March 31, 2021	(4.15)
Profit / (Loss) during the year	8,116.44
Balances as at March 31, 2022	8,112.29
(e) Other comprehensive income	
Balances as at April 1, 2020	(35.37)
- Re-measurement gains/ (losses) on defined benefit plans	50.87
- Income Tax relating Re-measurement losses on defined benefit plans	(6.51)
Balances as at March 31, 2021	8.99
- Re-measurement gains/ (losses) on defined benefit plans	(4.72)
- Income Tax relating Re-measurement losses on defined benefit plans	(1.35)
Balances as at March 31, 2022	2.92
Total Other Equity as at March 31, 2022	64,351.00
(f) Non Controlling Interest	
Balances as at April 1, 2020	63,114.61
Addition during the year	2,327.85
- Re-measurement gains/ (losses) on defined benefit plans	39.30
- Income Tax relating Re-measurement losses on defined benefit plans	(7.21)
Interim dividend paid during the year	(1,012.03)
Balances as at March 31, 2021	64,462.52
Addition during the year	10,044.65
- Re-measurement gains/ (losses) on defined benefit plans	(0.29)
- Income Tax relating Re-measurement losses on defined benefit plans	(1.29)
Interim dividend paid during the year	(867.45)
Balances as at March 31, 2022	73,638.14
Total Equity as at March 31, 2022	137,989.14

Nature and Description of Reserve :
(i) Capital Reserve:-

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only in accordance with the provisions of the Companies Act, 2013.

(iii) Debenture Redemption Reserve:-

Where a company issues debentures, it is required to create a debenture redemption reserve for the redemption of such debentures. On redemption of the debentures for which the reserve is created, the amounts no longer necessary to be retained in this account need to be transferred to the General Reserve.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

In case of ICCSL*

During FY 2020-21, One of the subsidiary has transfer depreciation of ₹ 5.90 Lakhs from Reserve and Surplus pertaining to FY 2014-15

16 BORROWINGS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
(a) Term Loans				
From Banks (Secured)***	6,621.57	9,608.84	815.07	4,502.78
Term loans from financial Institutions (Secured)**	-	12,994.01	-	-
Term Loan from others*	8,704.82	9,467.44	932.99	952.87
Unsecured borrowings				
Loan from other party				
Deffered payment loan - (supplier credit)	466.24	553.33	641.94	477.88
	15,792.63	32,623.62	2,390.00	5,933.53

(i) In case of parent company**Term Loan from others***

Outstanding as on March 31, 2022

(` in Lakhs)

Name of lender	Carrying Value	Loan Maturity	Terms of Repayment
Bharat Investment Growth Limited	2,860.81	31.12.2026	Repayable in 31 structured quarterly installments starting from 30th June 2019.

(i) Bharat Investment Growth Limited

The Company has taken Rupee Term Loan from Bharat Investment Growth Limited for its 14 MW Wind Project. Which is repayable in 31 structured quarterly installments starting from 30 June 2019. The loan carries floating interest rate linked to ICICI Bank 1 Year MCLR Plus spread and present interest rate is @9.00% p.a. The Loan is secured by the following:

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

(ii) In case of ICCSL*

The loan is secured by way of hypothecation against Car No. DL-12CM-5833, the loan is repayable in 60 Months and the loan carries interest @8.50%.

The company has taken loan from Purvi Vanija Niyojan Limited to pay off its liability. Which is repayable in 35 equal monthly installments of ₹ 12.00 Lakhs each (including fixed interest @ 9% P.A) and last (36th) installment shall be of ₹ 2.30 Lakh (Including interest). The loan is secured by

- i) Undated signed cheque of ₹ 370.00 Lakhs to secure the repayment of Principal.
- ii) Undated signed cheque of ₹ 61.00 Lakh to secured interest amount.

(iii) In case of MPCL**Term loans from bank and financial Institutions (Secured)***(**)****(i) ICICI Bank Limited**

MPCL has taken Indian Rupee term loans from ICICI Bank Limited carrying interest @7.15% per annum (previous year Nil) fixed for one year, thereafter floating rate of "I-MCLR-3M" which shall reset at the end of every 3 months and "Spread" at the end of every 1 year secured against the first pari passu mortgage of all immovable properties (excluding any forest land), charge by way of hypothecation of all borrower's movable fixed assets, both present and future, a first pari passu charge by way of hypothecation on all their book debts, both present and future and first pari passu charge on all the borrower's bank accounts.

(ii) NIIF Infrastructure Finance Ltd

The Company has taken Indian Rupee term loans from NIIF Infrastructure Finance Ltd. carrying interest @9.65% per annum (previous year @9.65%) fixed for 5 years secured against first mortgage and charge on the movable and immovable assets both present and future on pari passu basis.

- iii) During the current year, the Company has fully prepaid the borrowings taken from ICICI Bank Limited and NIIF-Infrastructure Finance Ltd.

(iv) In case of ADHPL

Term loans from bank and financial Institutions (Secured)*(**)**

Outstanding as on March 31, 2022

(` in Lakhs)

Name of lender	Carrying Value	Last Maturity Date	Repayment terms
IndusInd Bank Limited	7,436.65	August 31, 2027	Balance loan amount is repayable in 24 structured installments
(Loan and advances from related party - MPCL (unsecured))			
Malana Power Company Limited	46,380.00		Subordinated loan agreement between the Company and the holding company. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full.
Less: Reclassified to Other Equity during the previous year [Refer Note 29.3 (iv) of ADHPL]	(31,780.00)		
Net loans and advances from related party-MPCL	14,600.00		
Total	22,036.65		

(i) **Term Loan from Bank :**

ADHPL has taken Indian Rupee term loans from Indusind Bank Limited. The loan is carrying fixed interest @ 6.20% per annum from Aug 01, 2021 till July 31, 2022, which was @ 8.00% per annum in previous year and upto July 31, 2021.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of ADHPL, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 Lakhs) in case of default in repayment and has also pledge its investment in ADHPL.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(ii) **Loan and advances from related party - MPCL (unsecured):**

Term loan from MPCL is unsecured and was given between the year 2006 to 2009 under the erstwhile Companies Act, 1956 as per the terms of the subordinated loan agreement between ADHPL and MPCL. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full and the interest thereon is payable as per the conditions stipulated in the financing agreements. Also, refer note 29.3 (iv) of ADHPL Standalone.

(v) In case of BG Wind

Term Loan from others*

Outstanding as on March 31, 2022

(` in Lakhs)

Name of lender	Carrying Value	FY 2022-23	FY 2023-24	FY 2024-25	FY 2025-26	FY 2026-35
Purvi Vanijya Niyojan Ltd	3,870.00	430.00	215.00	215.00	215.00	2,795.00
Raghav Commercial Ltd	2,565.00	285.00	142.50	142.50	142.50	1,852.50
No. of Installments - 64						
	6,435.00	715.00	357.50	357.50	357.50	4,647.50

(i) **Purvi Vanijya Niyojan Limited**

BGWPL has taken Rupee Term Loan of INR ₹ 4,300.00 Lakhs from Purvi Vanijya Niyojan Limited for its 20 MW Wind Power Project. Which is repayable in 64 structured quarterly installments starting from 30 June 2019. As at March 31, 2022 outstanding loan is ₹ 3,870.00 Lakhs. The payment of principle and interest amount for current FY 2021-22 has been deferred with the approval of lender. The loan carries interest @09.00% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

(ii) Raghav Commercial Limited

BGWPL has taken Rupee Term Loan of INR ` 2,850.00 Lakhs from Raghav Commercial Limited for its 20 MW Wind Power Project. Which is repayable in 64 structured quarterly installments starting from 30 June 2019. As at March 31, 2022 outstanding loan is ` 2,565.00 Lakhs. The payment of principle and interest amount for current FY 2021-22 has been deferred with the approval of lender. The loan carries interest @09.00% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

17 TRADE PAYABLE

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Total outstanding dues of micro enterprises and small enterprises*	-	-	2.70	1.65
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises #	-	-	2,120.80	1,561.28
	-	-	2,123.50	1,562.93

In case of MPCL & ADHPL #

There are no amounts which are required to be transferred to the Investor Education and Protection Fund by MPCL & ADHPL

***Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	2.70	1.65
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	2.70	-	-	-	-	-	2.70
Others	164.88	364.55	1,387.86	101.53	22.77	79.21	2,120.80
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	167.58	364.55	1,387.86	101.53	22.77	79.21	2,123.50

Ageing for trade payable outstanding as at March 31, 2021 is as follows:

Particulars	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Trade payable							
MSME	1.65	-	-	-	-	-	1.65
Others	209.86	24.86	866.49	12.44	5.50	442.13	1,561.28
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	211.51	24.86	866.49	12.44	5.50	442.13	1,562.93

18 OTHER FINANCIAL LIABILITIES

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Security deposits from employees	-	-	9.11	10.50
Sundry deposit	-	-	34.78	35.97
Deposit from contractors and others	-	-	10.45	9.42
Creditors for capital expenditure	-	-	6.74	6.74
Employee related payables	-	-	20.45	62.39
Other payable	-	-	331.32	357.22
Expenses payable	-	-	2.61	3.75
Interest accrued but not due on loan from bank and financial institution	-	-	156.35	123.71
Interest accrued on loan received from group of company	-	-	522.41	-
	-	-	1,094.22	609.70

19 OTHER LIABILITIES

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Advance received for tower rerouting work (net)	-	-	107.27	80.88
Statutory dues payable	-	-	205.53	145.10
Others Payable	-	-	2.44	2.44
GST Payable	-	-	5.79	0.69
Staff Deposit	-	-	-	0.47
	-	-	321.03	229.58

20 DEFERRED TAX ASSETS / LIABILITY

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
A. Tax effects of items constituting deferred tax assets:				
MAT Credit entitlement	(1,091.12)	(1,736.01)	-	-
Others	(61.86)	(52.79)	-	-
Unabsorbed Depreciation*	(5.12)	(5.12)	-	-
Expenses allowed on payment basis*	(137.90)	(137.90)	-	-
Total Deferred tax asset (A)	(1,296.00)	(1,931.82)	-	-
B. Tax effects of items constituting deferred tax liability:				
Property, plant & equipment	2,422.34	2,491.57	-	-
Total Deferred tax liability (B)	2,422.34	2,491.57	-	-
Net Deferred tax assets / liability (A+B)	1,126.34	559.75	-	-

In case of ICCSL*

In view of continuing losses, ICCSL has recognised deferred tax only to the extent the same can be adjusted against future taxable profit. Hence no provision has been created during the year.

21 TAX LAIBILITY

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for tax*	-	-	785.31	260.03
	-	-	785.31	260.03

In case of MPCL*

Advance Income Tax (net of provisions of ` 9,833.19 Lakhs, ` 9,210.23 Lakhs in 2020-21).

In case of ADHPL*

Advance Income tax (net of provisions of ` 640.76 Lakhs, ` 668.92 Lakhs in 2019-20).

22 PROVISIONS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
A. Provision for employee benefits				
- Gratuity	67.95	65.35	38.32	3.13
- Leave encashment	374.82	367.95	65.59	62.39
- Continuity Loyalty Bonus	-	-	126.84	216.85
Super annuation	-	-	-	1.50
	442.77	433.30	230.75	283.87

23 REVENUE FROM OPERATIONS

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Sale of power and services	37,687.53	26,246.23
Less : PPA charges	(3.60)	(3.60)
Transmission charges received	797.79	788.14
	38,481.72	27,030.77
b) Other operating revenues		
GBI	118.37	178.81
Sale of REC/CERS	161.45	-
Claim for generation loss / PLF / machine availability	132.01	125.63
	411.83	304.44
	38,893.55	27,335.21

24 OTHER INCOME

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest income on		
- Bank deposits	429.06	651.23
- Interest Others	-	0.13
- Employee's loan	0.90	1.43
- Income tax refund	32.04	7.76
Sundry Balance Written off	50.00	-
Miscellaneous income	120.37	268.98
Sale of emission reductions	139.29	354.02
Excess provision written back	3,062.58	0.11
Profit on sale of vehicle	0.01	-
Gain on disposal of property, plant and equipment	-	12.77
Insurance claim	972.28	445.21
	4,806.53	1,741.64

25 EMPLOYEE BENEFIT EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Salaries, wages and bonus	3,140.29	2,777.82
Contribution to provident & other funds	153.51	141.32
Workmen & staff welfare expenses	124.34	91.41
Leave compensation expense	32.13	12.62
Gratuity expense	48.60	66.66
	3,498.87	3,089.83

26 FINANCE COST

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest on		
- Term loan from financial institution	1,736.97	3,195.03
- Term loan from other	921.64	1,074.93
- Other borrowing costs	594.47	555.37
- Deferred interest on suppliers credit	76.99	64.62
- Interest on TCS	0.02	-
- Other interest	175.55	29.16
- Bank charges	0.64	-
	3,506.28	4,919.11

27 DEPRECIATION AND AMORTIZATION EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Depreciation on tangible assets*	6,532.33	6,953.16
Amortisation of intangible assets	1.00	18.14
	6,533.33	6,971.30

*During FY 2020-21, One of the Subsidiary M/s ICCSL has transfer depreciation of ` 5.90 Lakhs from Reserve and Surplus pertaining to FY 2014-15.

28 OTHER EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Rent	81.39	82.55
Rates & taxes	9.27	5.22
Bank charges	-	1.54
Lease rental	0.69	0.79
Stores, spares & other consumables	377.63	687.78
Power and fuel	192.19	124.38
Travelling & conveyance expenses	85.97	86.54
Communication expenses	10.83	11.16
Business promotion	-	0.20
Insurance charges	498.49	478.93
Car running & maint. and hiring expenses	116.32	92.22
Operation & Maintenance charges	158.13	150.60
Repair & Maintenance:-		
- Building	151.66	20.88
- Civil work	159.14	156.02
- Plant and machinery	287.83	424.44
- Others	93.49	38.07
Electricity expenses	3.84	3.86
Payment to auditor (Refer Note (I) Below)	57.91	52.73
Legal & professional	326.88	494.97
Social welfare expense	79.26	20.48
NLDC charges	0.01	-
CSR expense (Refer Note (II) Below)	219.02	239.20
Printing & stationery	7.14	7.69
Fees and subscription	6.28	18.04
Profit & Loss on sale of vehicle	22.33	-
Miscellaneous expenses	263.18	321.70
Donations	-	8.00
Security arrangement expense	153.74	156.79
Expected credit loss (recovery)-body corporate	-	(188.43)
Impairment in value capital work-in-progress (CWIP)*	2.35	175.51
Fair value of investments	0.01	(0.03)
FA written off-misc	0.03	0.50
Bad debt written off	159.95	15.91
	3,524.96	3,688.24

Notes :-**(I) Payment to statutory auditors comprise (including indirect tax):**

Payment to auditor: (` in Lakhs)		
Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
- Audit fee	38.41	46.20
- Fees for certification	14.47	5.03
- Out of pocket expenses	5.03	1.50
	57.91	52.73

(II) Corporate social responsibility expenditure

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Amount required to be spent as per Section 135 of the Act	211.20	214.20
Amount spent during the year on:		
(i) Construction/Acquisition of any asset	6.19	9.61
(ii) On purposes other than (i) above	114.83	101.59
	121.02	111.20

In case of MPCL

Amount unspent during the year is ` 98.00 Lakhs (Previous year ` 128.00 Lakhs). During the year, MPCL has spent ` 37.36 Lakhs out of the previous year's unspent amount. MPCL has transferred unspent Corporate Social Responsibility (CSR) amount, to a Special CSR escrow account before the date of this report and within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the Act.

The nature of activities for which CSR amount is spent includes :-

Promotion of Health Care
 Promotion of Education
 Environment Sustainability and Ecological Balance
 Women Empowerment

In case of ADHPL

Amount unspent as on March 31, 2022 is ` Nil (Previous year ` Nil)

In case of MPCL & ADHPL
a) Income tax recognised in profit and loss
29 TAX EXPENSE

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Current tax*	2,769.35	1,138.81
Deferred tax	(80.94)	(44.15)
Tax related to earlier years	-	208.45
MAT Credit utilised/(recognised) during the year	(12.81)	485.92
Total Income tax (credit)/expenses recognised in the current period	2,675.60	1,789.03

In case of ADHPL

*During the current year, ADHPL has opted for lower tax regime under section 115BAA at tax rate of 22%. Therefore, ADHPL is not eligible to carry forward its MAT credit under special tax regime.

b) Income tax expense for the year can be reconcile to the accounting profit as follow:-

Numerical reconciliation of tax expense applicable to profit before tax at the latest statutory enacted tax rate in India to income tax expense reported is as follows: (in case of MPCL & ADHPL)

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Accounting profit before tax from continuing operations	21,907.32	6,203.31
Accounting Profit before Income Tax	21,907.32	6,203.31
At India's statutory income tax rate of 29.12% (Previous year 29.12%)	5,990.91	1,806.41
Tax effect of permanent differences:		
Tax effect of depreciation and expenses that are not deductible for determining taxable profits	(94.41)	(243.12)
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(909.90)	(61.85)
Net income tax expense	4,986.60	1,501.44
Less: Set off of carried forward unabsorbed depreciation	(2,311.00)	(410.09)
Add: MAT on book profits	-	489.23
Add: Tax related to earlier years	-	208.45
Income tax expenses reported in the Statement of Profit and Loss	2,675.60	1,789.03

(c) Items on which DTA has not been created - Consolidated*

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Business loss brought/carried forward	16,587.94	16,587.94
Unabsorbed depreciation brought/carried forward	8,032.18	11,372.69
Provision for employee benefits	146.60	128.87
Deferred Interest	76.99	64.62
MAT credit entitlement	-	1,809.87
	24,843.71	29,963.99

Refer Note 43*

30 OTHER COMPREHENSIVE INCOME

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(i) Items that will not be reclassified to profit or loss		
- Remeasurements of the defined benefit plans	(5.01)	90.17
- Income Tax relating Re-measurement losses on defined benefit plans	(2.64)	(13.72)
Other comprehensive income for the year	(7.65)	76.45

31 EARNING PER SHARE

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Profit / (Loss) from total operation attributable to equity shareholders (` in Lakhs)	8,116.44	1,279.59
b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (in Lakhs)	1,657.59	1,657.59
Earning Per share - Basic (`) (a/b)	4.90	0.77
Earning per share - Diluted (`) (a/b)	4.90	0.77
Face value per share (`)	10.00	10.00

32. SEGMENT REPORTING

The Company's activities during the year involved power generation and consultancy services. Considering the nature of Company's business and operations, there are 2 separate reportable segments in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results of both 2 segments for the purpose of making decisions about resource allocation and performance assessment and hence, the additional disclosures are provided as follows:-

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
1 Segment Revenue		
Power	38,484.56	26,839.13
Consultancy	423.99	516.78
Sub total	38,908.55	27,355.91
Less : Inter-segment revenue	15.00	20.70
Net segment revenue	38,893.55	27,335.21
2 Segment results (profit(+)/ loss(-) before tax from each segment		
Profit/Loss before tax		
Power	20,757.15	5,265.17
Consultancy	79.54	131.30
	20,836.69	5,396.47
Less: Provision for taxation		
Current tax	2,756.54	1,624.73
Deferred tax	(80.94)	(44.15)
Tax expenses related to earlier years	-	208.45
MAT Credit utilized /(recognised) during the years	-	-
Loss after tax	18,161.09	3,607.44
3 Other information		
I Segment assets		
a) Power	1,78,029.40	1,78,850.58
b) Consultancy	842.22	924.81
Total assets	1,78,871.62	1,79,775.39
II Segment liabilities		
a) Power	23,790.70	41,782.33
b) Consultancy	515.85	713.98
Total liabilities	24,306.55	42,496.31
III Capital expenditure (including capital work in progress)		
a) Power	1,46,981.07	153,407.95
b) Consultancy	11.84	16.87
	1,46,992.91	1,53,424.82

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
IV Depreciation		
a) Power	6,528.29	6,961.11
b) Consultancy	5.04	10.19
	6,533.33	6,971.30

33. Statement containing salient features of the financial statements of Subsidiaries/associates companies/joint ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1).

Part "A": Subsidiaries

(` in Lakhs)

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	BG Wind Power Limited	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007*	31.03.2008	12.03.2009**	18.10.2017	16.12.2009	30.03.2011
Reporting Period	2021-22	2021-22	2021-22	2021-22	2021-22	2021-22	2021-22
Reporting Currency	INR	INR	INR	INR	INR	INR	INR
Issued, subscribed & paid up capital	14,752.57	56,015.28	70.66	1,669.16	2,205.00	10,000.00	3,000.00
Reserves	1,21,331.57	50,072.50	219.71	(239.48)	(5,158.74)	(133.30)	67.02
Total assets	1,39,021.66	1,30,174.16	842.22	1,709.66	7,388.04	16,458.08	3,973.74
Total liabilities	2,937.52	24,086.38	515.85	279.98	10,341.78	6,591.38	906.72
Investment (except in subsidiary)							
Turnover	11,392.96	25,580.73	423.99	-	425.45	-	-
Profit before tax	12,076.93	9,830.39	79.54	(0.40)	(1,059.78)	(45.51)	(37.37)
Provision for tax	2,675.60	-	-	-	-	-	-
Profit after taxation	9,401.33	9,830.39	79.54	(0.40)	(1,059.78)	(45.51)	(37.37)
Proposed Dividend							
% of Shareholding	51.00%	44.88%	75.50%	95.86%	100.00%	100.00%	100.00%

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian `) =160 NR (Nepali Rupee)

Sr. No.	Name of Subsidiaries which are yet to commence operations
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Sr. No.	Name of Subsidiaries which have been liquidated or sold during the year
1	NIL

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

34. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)**I. Contingent Liabilities****(i) In case of holding company****(` in Lakhs)**

Particulars	As at March 31, 2022	As at March 31, 2021
(a) Claims against the company not acknowledged as debt:	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Limited*	-	600.00
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited**	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited ***	4,300.00	4,300.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Limited (BGEL) ****	3,000.00	3,000.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJ Power Venture Limited (LNJPVL) *****	1,000.00	1,000.00

*The Company has provided Guarantee in favour of International Finance Corporation (IFC) along with HEG Limited and RSWM Limited on joint and several basis on behalf of AD Hydro Power Limited (step down subsidiary) for ` 600.00 Lakhs. As the entire loan has been paid by AD Hydro Power Limited during the current year, so there is no liability under the Corporate Guarantee provided by the Company.

**The Company has provided corporate guarantee in favour of Raghav Commercial Limited for the term loan of ` 2,850.00 Lakhs (previous year ` 2,850.00) availed by wholly owned subsidiary M/s BG Wind Power Limited.

***The Company has provided corporate guarantee in favour of Purvi Vanijya Niyojan Limited for the term loan of ` 4,300.00 Lakhs (previous year ` 4,300.00) availed by wholly owned subsidiary M/s BG Wind Power Limited.

Share Purchase Agreement of the Company with M/s Hero Wind Energy Private Limited

****The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, BGEL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty, (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA, (c) due to petition filed by MSEDCL for reclassification of wind zone, or (d) specific indemnity for power failure as mention in SPA.

The liability of company towards indemnity is subject to the aggregate cap of ` 7,500.00 Lakhs (except for fraud or willful misrepresentation). Within aggregate cap, the liability of BEL for (a) and (b) shall not exceed ` 3,000.00 Lakhs and for (c) and (d) to ` 5,500.00 Lakhs. Further, if liability under item (c) does not crystallized within 2 years from closing date i.e. 25th October 2017, then the aggregate cap shall be reduced to ` 3,000.00 Lakhs.

Since liability under (c) is not crystallized within two year from the closing date i.e. up to 25th October 2019, so aggregate indemnity is reduced to ` 3,000.00 Lakhs.

The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ` 40.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation— indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) — for 3 years.

*****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJ Power Ventures Limited (LNJPVL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, LNJPVL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty or (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA.

The liability of company towards indemnity under SPA and CCD Purchase Agreement executed on 18th October 2017 amongst Hero, RSWM Limited and LNJPVL is subject to the aggregate cap of ` 1,000.00 Lakhs (except for fraud or willful misrepresentation). The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ` 15.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation — indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) — for 3 years.

Note- Since the loss allowance was estimated to be nil, the guarantee is not recognized in the books.

(ii) In case of MPCL

- a) In respect of assessment years 2009-10 to 2014-15, the Assessing Officer (AO) had raised demands aggregating to ₹ 213.87 Lakhs. The demand was based on disallowance of expenses under section 14A of the Income-tax Act, 1961 under MAT computation. The AO disallowed proportionate amount of deduction under section 80-IA stating that the investments made by MPCL in the subsidiary is capable to earn exempted dividend income. Further, AO disallowed and denied MPCL claim to treat the income from carbon credit as capital receipts. Based upon the favorable order passed by the Income tax authorities in the past in certain assessment year's appeal proceedings at the level of High court and ITAT, MPCL is of the view that the above said demands are not tenable and hence no provision is required in the financial statements.
- b) On April 27, 2019, MPCL received a provisional net demand of ₹ 8,069.00 Lakhs in relation to wheeling charges for the period April 01, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC), which in the opinion of MPCL is not in accordance with the agreement entered between the MPCL and HPSEB (now HPSEBL) in August 1999. In this regard, MPCL has paid under protest an amount of ₹ 2,817.00 Lakhs. Based on the legal opinion obtained, MPCL is of the view that demand is not legally tenable and would not result in any material liability on MPCL for the period on or before March, 2019 and accordingly has filed an appeal before Appellate tribunal (APTEL), Electricity at New Delhi, which is pending adjudication with APTEL.
- c) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir Vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952.
- Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on MPCL for the previous periods, if any, cannot be ascertained.
- d) **Financial Guarantee**
MPCL has provided Corporate/Default Guarantee to FIs/Banks for the loans extended by them to AD Hydro Power Limited (subsidiary company).

(₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) The amount of outstanding loans covered by such guarantees	7,436.65	18,866.61
b) Under the terms of the said guarantee the maximum amount for which the company may be contingently liable during the next 12 months	815.07	3,309.47

(iii) In case of ADHPL*

(₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Claims against ADHPL not acknowledged as debt:		
- Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	1,459.58	1,459.58
- Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
- Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	64.75	99.75
- Demand of lease rentals by Himachal Pradesh Govt. for diverted forest land (refer note (f) below)	2,611.90	-

*AD Hydro Power Limited (ADHPL) believes that these claims/demands are not probable to be decided against ADHPL and therefore, no provision for the above is required.

- a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ₹ 1,459.58 lakhs on ADHPL under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 01, 2005 to July 31, 2012. ADHPL is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e. from the date when the rules were notified and up to the date when factory license was granted to ADHPL). In view of this, there is no question of payment of Cess prior to December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on ADHPL's view has been already paid and provided for in the books of accounts. ADHPL had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.
- Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- b) During 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ₹ 1,427.00 Lakhs on ADHPL towards local area development fund (LADF). The amount was determined considering 1.5% of the final cost of the project of ADHPL of ₹ 1,60,700.00 Lakhs (after considering the expenses already incurred by ADHPL of ₹ 984.00 Lakhs). The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of ADHPL i.e. ₹ 92,200.00 Lakhs in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the Company aggregating to ₹ 1,423 Lakhs. Had there been considered/computed appropriately, the above demand would not arise. Management is of the view that ADHPL has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.
- c) The Department of Fisheries vide letter dated January 4, 2013 directed ADHPL to pay an amount of ₹ 99.75 Lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. Management is of the view that ADHPL is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required.
AD Hydro Power Limited had received a demand of ₹ 99.75 Lakhs from Director-cum-Warden of Fisheries, Himachal Pradesh in lieu of the NOC granted on 04.01.2013 against which company filed a Writ Petition in the Hon'ble High Court of Himachal Pradesh in view of the fact that the streams utilized for the Project are not covered in the Negative List of the Department of Fisheries. The Hon'ble High Court of Himachal Pradesh vide order dated 28.03.2013 stayed the demand of Department of Fisheries by directing ADHPL to deposit of ₹ 35.00 Lakhs which was deposited. Although, ADHPL has a good case of merit, however in view of pending litigation for more than 9 years, it has been decided to write off ₹ 35.00 Lakhs paid in terms of the order of the High Court. The balance amount of ₹ 64.75 Lakhs is being considered as contingent liability.
- d) ADHPL is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against ADHPL is remote and thus these cases will not have any material impact on the financial statements and no provision is required.
- e) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir Vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952. Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on ADHPL for the previous periods, if any, cannot be ascertained.
- f) ADHPL has received a memorandum dated 15.02.2022 demanding ₹ 2,611.90 Lakhs towards the lease money on 37.629 Hectares of forest land diverted for the execution of 192 MW Allain Duhangan HEP in Manali District Kullu. ADHPL has persuaded the note and is of the view that the demand raised by the Government of Himachal Pradesh is not tenable in view of the fact that it is not in compliance of the Order of Hon'ble High Court of Himachal Pradesh in WP No. 7103/2014 dated 05.07.2017. Further, Land Lease Rules of the Government itself is retrospective in nature. The demand is also not in accordance with the Forest Laws of the Government of India. Accordingly, ADHPL has disputed the demand vide its letter dated 30th March 2022. ADHPL is of the view that it has a good case on the merit and no provision is required.
- g) On December 24, 2021, the Company has received a demand of ₹ 5,833.00 Lakhs from Central Transmission Utility of India Limited ("CTUIL") in relation to relinquishment charges for surrender of Long Term Access rights with Power Grid Corporation of India Limited, which in the opinion of ADHPL, is not in accordance with the methodology specified by the CERC vide Order dated March 08, 2019 in petition no. 92/MP/2015. Based on consideration of the information available till date, ADHPL has computed the relinquishment charges as per methodology specified by aforesaid order, along with interest, amounting to ₹ 1,632.09 Lakhs and has provided for in the books of account during the year. Further, ADHPL is of the view that the aforesaid demand would not result in any other material liability on ADHPL.

(iv) In case of BGWPL

- (a) BG Wind Power Limited has provided a bank guarantee for ₹ 8.00 Lakhs through Manikaran Analytics Limited - QCA to SLDC for Deviation Settlement Mechanism (DSM) as per RERC regulation for Forecasting and scheduling.
- (b) There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard-37 as it is not probable that an outflow of resources embodying economic benefit will be required.

(v) In case of ICCSL

As per information available with the management there is no contingent liability as at March 31, 2022.

(vi) In case of NHPL

As per the information available from the management, as certified by them, there is no contingent liability as at March 31, 2022.

(vii) In case of CYHPL

As per information available with the management there is no contingent liability as at March 31, 2022.

II. Commitments

(i) In case of MPCL

- a) Malana Power Company Limited has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura substation to Nalagarh (i.e. interstate point-substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- b) At March 31, 2022, Malana Power Company Limited has committed for non-disposal of its investment in subsidiary AD Hydro Power Limited to its lenders (similar commitment was there in the previous year also). Malana Power Company Limited does not have any long term commitments of material non-cancellable contractual commitments/ contracts including derivatives contract for which there were any material foreseeable losses.

(ii) In case of ADHPL

- a) AD Hydro Power Limited has entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. ADHPL has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss.
Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), ADHPL shall provide 12% of its deliverable energy free of cost to GOHP.(Refer note 29.1(g) above of ADHPL Standalone).
- b) AD Hydro Power Limited has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. AD Hydro Power Limited does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

(iii) In case of ICCSL

There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard-39 as it is not probable that an outflow of resources embodying economic benefit will be required.

(iv) In case of NHPL

- (a) Estimated amount of contracts remaining to be executed on capital account and not provided for as on the date of balance sheet (net of advances) are ` NIL (previous year ` NIL).
- (b) Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advance) ` NIL (previous year ` NIL).

(v) In case of CYHPL

Chango Yangthang Hydro Power Limited has filed application to surrender the Chango Yangthang HEP 180MW to Directorate of Energy, Government of Himachal Pradesh. Therefore, Capital contracts remaining to be executed on capital account and not provided for as on the date of Balance Sheet (net of advances) are ` NIL (previous year ` NIL).

35. OTHER DISCLOSURES:

(i) In case of holding company

- a) Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the year 2017-2018, the company has entered into share purchase agreement with its joint venture partner M/s. Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ` 625.00 Lakhs (Nepali 100,093,750) as against its total investment of ` 1,600.00 Lakhs. The due date for sale was 30th June 2018, which was extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party. The transaction of sale of share of Balephi has not yet materialized.
Therefore, the Company has made a total impairment of ` 1,471.61 Lakhs (Previous year impairment of ` 1,471.61 Lakhs) for diminution in value of investments.

(ii) In case of BGWPL:

- (i) Pending execution of the PPA expired on March 31, 2019, the Company has recognised revenue @3.14/- kWh based on the order issued by RERC vide its third amendment regulation dated 5th March 2019 for execution of the PPA to DISCOM for entire balance project life. GBI also has taken at applicable rate @0.50/- kWh.
- (ii) The term loans are secured by a First pari-passu charge by way of mortgage on all present and future immovable properties and by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

Operating Leases arrangements

Operating lease relate to lease (Sublease in process) of land (Wind farm for 20 MW) with a term of 19 years 11 months. During the year Company has recognize lease rent expense of ` 2.34 Lakhs (previous year ` 2.34 Lakhs).

(iii) In case of MPCL:

- a) In respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which Malana Power Company Limited had bid and paid an upfront premium of ` 6,120.00 Lakhs. Malana Power Company Limited had decided to shelve off the project as the State Hydro Power Policy was not aligned with Ministry of Environment and Forest (MOEF) Policy of Government of India which prohibits the implementation of a hydro power project in wild life /eco sensitive zone areas. In view of this, Malana Power Company Limited had filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement. The management had assessed that the amount was recoverable in full. The management had made a provision of 50% of the upfront premium i.e. ` 3,060.00 Lakhs. Further, ` 681.84 Lakhs which was paid towards consultancy and other expenses was also provided for. The provision was made as the management expected that the settlement will take long time. Subsequently, on April 06, 2022, Malana Power Company Limited has received ` 6,120.00 Lakhs as full and final settlement from the Government of Himachal Pradesh. Hence, the provision of ` 3,060 Lakhs has been reversed. Also, the provision of ` 681.84 Lakhs has been written off during the year.

b) Investment in Subsidiary and Loan to Subsidiary (ADHPL)

Malana Power Company Limited has an investments amounting to ` 99,226.32 Lakhs (including Deemed Equity investment) in AD Hydro Power Limited (subsidiary company) and has also unsecured loan receivables amounting to ` 14,600.00 Lakhs as on March 31, 2022, total balance recoverable from AD Hydro Power Limited aggregating to ` 113,826.32 Lakhs as on March 31, 2022. As against this, net assets of AD Hydro Power Limited as on March 31, 2022 is ` 106,087.78 Lakhs (excluding outstanding balance of unsecured loan from Malana Power Company Limited). Considering AD Hydro Power Limited financial performance and taking into consideration, the future projections and expected future cash flows from subsidiary's operations, the management is of the view that there is no impairment indicator in respect to the above investments and unsecured loans and hence are considered entirely recoverable.

In 2009, Malana Power Company Limited had given sub debt to AD Hydro Power Limited amounting to ` 46,380.00 Lakhs at market interest rate and this sub debt was classified as Loans on transition to Ind AS based on intention of the parties at that point of time. During the previous year, Malana Power Company Limited and AD Hydro Power Limited have mutually agreed to modify the terms of repayment of sub debt of ` 31,780.00 Lakhs and accumulated interest of ` 23,395.89 Lakhs on total debt as follows:

Interest on sub debt of ` 31,780.00 Lakhs out of total sub debt of ` 46,380.00 Lakhs will be Nil from April 01, 2020. At the discretion of ADHPL, ADHPL can repay ` 31,780.00 Lakhs and ` 23,395.89 Lakhs out of distributable profits of ADHPL and can be paid only after making dividend payments to the equity shareholders or as per the agreement signed between Malana Power Company Limited, ADHPL and IFC.

Further, during FY 2021-2022 ADHPL has suo moto repaid ` 5,245.13 Lakhs from deemed equity.

Based on the above modification, Malana Power Company Limited has derecognized the loan asset and accumulated interest receivable and transferred the balances to investment in ADHPL (subsidiary) and presented under "Deemed Equity Investment." The waiver of interest and modification of terms of the sub debt are not prejudicial to the interest of Malana Power Company Limited considering the parent and subsidiary relationship. The balance sub debt amounting to ` 14,600.00 Lakhs carry interest rate of @9.55% per annum from FY 2020-2021.

- c) The Board of Directors of Malana Power Company Limited in its meeting held on October 20, 2021 had declared an interim dividend of ` 1.20 per equity share of face value ` 10 per share amounting to ` 1,770.31 lakhs.
- d) Effective April 01, 2019, MPCL adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ` 23.18 Lakhs as at April 01, 2019 as disclosed in Note 3. (MPCL Stand-alone)
- e) The electricity being the essential services in the COVID guidelines which continued to operate during lock down in the crises situation of COVID-19, declared as pandemic by World Health Organization. MPCL business being generation and sale of electricity is covered under essential services which is least impacted due to COVID-19. MPCL believes that so far, there is no significant impact of COVID-19 pandemic on the financial position and performance of MPCL. Further, MPCL is not expecting any significant change in estimates as of now as the company is running its business and operations as usual without any major disruptions.

(iv) In case of ADHPL:

a) Impairment of Property, Plant and Equipment's

As on March 31, 2021, ADHPL has net worth of ₹ 106,087.78 Lakhs (Previous Year ₹ 101,511.12 Lakhs) and accumulated Profits of ₹ 141.74 Lakhs as at March 31, 2022 (Previous Year Accumulated losses amounting ₹ 9,680.05 Lakhs). Based on financial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that profits will continue to accrue on account of expected increase in tariff and there are no impairment indicators and hence no adjustments are required to the carrying amount of property, plant and equipment on account of impairment and the Company will have sufficient cash flow to meet its future obligations. ADHPL will have sufficient cash flow to meet its future obligations.

b) Dispute related to parties using the transmission line

On October 17, 2019, the Central Electricity Regulatory Commission (CERC) passed an Order on the Dedicated Transmission System of ADHPL for three parties using the transmission line for transmitting the energy in which CERC stated the following:-

- (i) With regards to transmission charges, CERC approved the capital cost of Dedicated Transmission System at ₹ 23,892.00 Lakhs as against the capital cost submitted by ADHPL of ₹ 41,661.00 Lakhs (on the date of COD i.e. December 17, 2010)/ ₹ 45,284.00 Lakhs (on the date of March 31, 2013 with additional capitalization) and accordingly determined the annual fixed cost (Transmission Tariff) for using transmission line for the period 2011-12 to 2018-19. Accordingly, ADHPL determined the amount invoiced over and above the amount which should have been invoiced based on capital cost and fixed cost determined by CERC for the above stated period amounting to ₹ 9,668.08 Lakhs. The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations ("regulations") for the period 2009-14 and 2014-19 and Electricity Act, 2003.
- (ii) With respect to matter detailed in (a) above, ADHPL had filed an appeal against the CERC Order before Appellate Tribunal for Electricity (APTEL) in October 2019. APTEL vide Order dated 17.01.2020 stayed the CERC's order so far as raising adjustment of bills was concerned along with the direction to continue to issue the future bills in accordance with the CERC Order till the appeal is finally disposed-off. The Respondents were directed to pay charges in terms of the order for use of the transmission line of ADHPL. ADHPL has accordingly started raising the invoices based on the CERC order effective 18th October, 2019 and recognized as transmission income.
- (iii) Accordingly, the trade receivables aggregating to ₹ 2,921.85 Lakhs (in previous year ₹ 2,921.85 Lakhs) related to the aforesaid amount are considered good and fully recoverable and in the opinion of the Management, no provision is required in respect of possible exposure aggregating to ₹ 6,746.23 Lakhs (in previous year ₹ 6,746.23 Lakhs) towards amount already collected from the users of Dedicated Transmission Line till March 31, 2022.
Pending litigation and final decision on the appeal by APTEL, the Management, based on the legal opinion, is of the view that the above CERC Order is not legally tenable and would not have any material liability on ADHPL.
- (iv) With regards to transmission losses, CERC directed to share the losses between the parties using the transmission line on the basis of weekly average losses in proportion to the scheduled energy on weekly basis instead of a flat charge of 4.75% charged by ADHPL as per the Interim Power Transmission Agreement (IPTA) signed between parties and accordingly directed the Northern Regional Load Dispatch Centre (NRLDC) to re-compute the same. However, the management is confident that the actual transmission losses to be computed by NRLDC would not be materially different in comparison with current flat charge of 4.75% and there would not be any material impact on the financial statements.

c) Dispute with Himachal Pradesh State Electricity Board Limited (HPSEBL)

Himachal Pradesh State Electricity Board Limited (HPSEBL) had withheld an amount of ₹ 316.68 Lakhs on account of energy not supplied to them because of shut down of plant on date August 20, 2010. In the previous year ADHPL initiated the arbitration proceedings to recover the said amount. In 2015, the Hon'ble Arbitrator had decided the matter in favour of HPSEBL against which ADHPL has preferred an appeal before the Hon'ble High Court of Shimla. Currently the matter is under adjudication. The management is of the view that it had already informed HPSEBL about the shut down as the schedule was given of NIL power for the period of shut down, therefore the claim of HPSEBL is not legally tenable. However the entire receivable of ₹ 316.68 Lakhs has been provided by ADHPL in the earlier years.

d) Sub debt received from Malana Power Company Limited (MPCL)

In 2009, ADHPL had received sub debt from MPCL amounting to ₹ 46,380.00 Lakhs at market interest rate and this sub debt was classified as Loans on transition to Ind AS based on intention of the parties at that point of time. During the previous year, ADHPL and MPCL had mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780.00 Lakhs out of total sub debt of ₹ 46,380.00 Lakhs and accumulated interest of ₹ 23,395.89 Lakhs on total debt as follows:-

Interest on sub debt of ₹ 31,780.00 Lakhs will be NIL from April 01, 2020. At the discretion of ADHPL, ADHPL can repay ₹ 31,780.00 Lakhs and ₹ 23,395.89 Lakhs out of distributable profits of ADHPL and it can be paid only after

making dividend payments to the equity shareholders of ADHPL or as per the agreement signed between ADHPL, MPCL and IFC.

Based on the above modification, ADHPL had derecognized the loan liability and accumulated interest payable and transferred the balances to Deemed Equity Contribution and presented under "Deemed Equity Contribution" under Other Equity as on March 31, 2021.

The balance sub debt amounting to ₹ 14,600.00 Lakhs carry interest rate of @9.55% per annum.

During the current year, ADHPL has suo moto repaid ₹ 5,245.13 Lakhs out of the opening balance.

- e) Effective April 01, 2019, ADHPL adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 3,738.24 Lakhs as at April 01, 2019 as disclosed in Note 3-(ADHPL Stand-alone).
- f) AD Hydro Power Limited did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- g) There are no amounts that are due to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of AD Hydro Power Limited Act, 2013 and rules made thereunder.
- h) The Ministry of home affairs issued Order No.40-3/2020 dated March 24, 2020, notified electricity among the essential services in its guidelines which continued to operate during lock down in the crises situation of Covid-19, declared as pandemic by World Health Organization. AD Hydro Power Limited business being generation and sale of electricity is covered under essential services which is least impacted due to Covid-19. AD Hydro Power Limited believes that so far, there is no significant impact of Covid-19 pandemic on the financial position and performance of AD Hydro Power Limited. Further, AD Hydro Power Limited is not expecting any significant change in estimates as of now as AD Hydro Power Limited is running its business and operations as usual without any major disruptions.

Title deeds of Immovable Properties not held in the name of AD Hydro Power Limited

Details of all the immovable properties (other than properties where ADHPL is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:

Relevant line in the Balance Sheet	Description of items of property	Gross carrying value	Title deeds held in the name of	Whether the title deed holder is a promoter, director or relative of # promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	2.2158 hectares	₹ 566.32	Concerned Landowners	No	The additional private land was purchased between 2005 to 2014	The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. The additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of the company, The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Govt. Permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	0.5142 hectares	₹ 139.43	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

(v) In case of ICCSL:

- a) Retention and Earnest money deposit amounting to ₹ 28.58 Lakhs (previous year ₹ 28.58 Lakhs) is outstanding for recovery from various parties since long. However, the management is hopeful to recover this amount and no provision has been considered at present.

- b) Security Deposit amounting to ` 4.10 Lakhs (previous year ` 4.10 Lakhs) was given to a party is outstanding for recovery / adjustment since 2012. However, the management is hopeful to recover this amount and no provision has been considered at present.
- c) In the opinion of the Management and to the best of their knowledge and believe, the value on realization of current assets, Loan & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.
- d) Balance of Trade Receivable / Payable Loans / Advances are subject to confirmation.
- e) In F.Y 2011-12, PF Deposit systems were shifted to online mode from Manual submission mode. During March'12 & April'12, Company has deposited the Employee's Contribution as well as its own contribution in EPFO but due to some technical issues those contributions were not reflected in the respective employees EPFO accounts. Company raised the matter continuously with the EPFO authorities, as a result during financial year 2018-19, PF authorities returned the amount pertaining to above said period to company with stipulation that the company will redeposit the amount in respective employee's EPFO A/c.
Further, the Company has created the liability in its books of account against the amount of EPF received from PF authority and redeposited the contribution to the extent it can trace the retrenched employees. In addition to above, there is Contribution amounting to ` 2.44 Lakhs which is still pending to deposit on account of non-traceability of past employees.
- f) ICCSL Assessment for A.Y. 2011-12 to A.Y. 2016-17 u/s 153(A) and A.Y. 2017-18 u/s 143(3) has been completed during the previous year 2018-19. The company has filed the appeal with Commissioner Appeal for A.Y. 2012-13, A.Y. 2013-14, A.Y. 2014-15 & A.Y. 2017-18 against the impugned order of the Deputy Commissioner of Income Tax passed u/s 153(A) of the Income Tax Act. The CIT appeal had passed the order dated 30.04.2019 in favour of the company, the refund for the A.Y. 2014-15 which was the major amount had been received but the refund for the A.Y. 2013-14, A.Y. 2015-16, A.Y.2016-17 & A.Y. 2017-18 is yet to be given by the income tax department, TDS receivable amount pertaining to these assessment years are not adjusted by the company in the books of accounts.

(vi) In case of NHPL:

- a) Environmental Clearance (EC) of Nyamjang Chhu HEP (6X130 MW) was challenged in National Green Tribunal (NGT) by NGO. NGT in their order dated 7th April, 2016 suspended the Environment Clearance granted to the project till the directions as given in the order are complied. NGT also directed MOEF&CC to make a separate study of E-Flow requirement for protection of Habitat of the Black Neck Crane and for the conservation of the Black Neck Crane through the Wildlife Institute of India (WII).
While the studies were in progress, Government of Arunachal Pradesh issued instant notice for termination on 22nd March, 2019 invoking its right to take over the project on "AS IS WHERE IS BASIS" and allotting the same to third party.
The Company filed petition challenging instant notice for termination under section 9 of Arbitration Act in District Courts of Itanagar for immediate relief to maintain the status quo which was granted vide their order dated 30th April, 2019 and the termination notice was also suspended.
WII submitted its report to GoAP and the same was submitted to court on pursuance of the company. In the report, WII has recommended no construction of Nyamjinag Chhu HEP at site. The project being not viable as per WII report, an application u/s 9 was filed seeking refund of upfront premium as per provisions of MoA.
The appeal filed by the company in Guwahati High court under Section 37 for refund of upfront premium was taken up the High Court on 13th December 2021.
The Guwahati High Court vide its order dated 13th December 2021 has ordered that matter relating to refund/ forfeiture of the upfront premium be resolved through arbitration mechanism as provided in the MoA dated 28th May 2009.

ARBITRATION AND NEGOTIATIONS FOR SETTLEMENT

As per directions of Hon'ble Supreme Court, arbitration notice was sent to GoAP and they also indicated the name of arbitrator.

Simultaneously, efforts were initiated to settle the issue by mutual negotiations failing which the arbitration will commence.

In this regard, NHPL/BEL had written for the negotiations/settlement on 04th Jan 2021 upon which GoAP has responded on 05th April 2021 and have shown willingness to move ahead with negotiations for settlement.

The matter is being continuously pursued with GoAP.

- b) The company has license to implement a hydroelectric power project in the state of Arunachal Pradesh. Presently all activities are being carried out in process of project implementation and all direct and indirect expenditure is related to the project and, hence, forms part of capital work in progress. Preliminary expenses/ROC expenses are charged off to statement of profit & loss as period cost & other relevant details have been furnished in the note no.4 'Project & Pre-operative expenditure (pending allocation). Balance standing in this account at this of project commissioning will be allocated to the relevant assets.
- c) **Micro, Small and Medium**
The Information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("The Act") have been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. The information has been relied upon by the auditors.

d) Impairment review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets.

The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:-

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

(vii) In case of CYHPL:

a) The management is of the view that there is no reasonable or virtual certainty to recognise the deferred tax asset as CYHPL has surrendered the project therefore as on date there is no probability of any taxable profit in future that will be available for the deferred tax assets to be utilised. Therefore, CYHPL has not recognised deferred tax assets.

b) Due to various socio-legal issues and non-availability of the clearances from the appropriate authorities, the Board of Directors decided to surrender the project. Accordingly, CYHPL submitted its letter dated 11th July 2017 to Directorate of Energy, Govt. of Himachal Pradesh for surrender of the project and refund of the entire upfront premium and security deposit paid on the project. Directorate of Energy vide letter dated 03rd May 2018 had advised CYHPL to make a presentation on 08th Jun 2018 with complete status followed by the meeting dated 12th Jun 2018. In the said meeting, it was decided that current situation at project site and concerned villages shall be assessed jointly by team of officers from DoE, Sr. Project Authority and District Administration to ascertain the ground realities with regard to the opposition of the local people towards implementation of Chango Yangthang HEP and to gather their views in this regard.

GoHP vide Notification dated 03rd Nov, 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project.

The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same. In view of this, CYHPL has reiterated its demand for refund of money along with interest. The management in confident of recovering fully the upfront premium and security deposit. CYHPL is in constant follow up with GoHP for refund of money.

c) The Board, in order to realign the relation between assets and share capital of CYHPL and to accurately and fairly reflect the assets and liabilities of CYHPL in its books of accounts and for better presentation of the financial position of CYHPL, decided to reduce its share capital from ` 10 per share to ` 5 per share and accordingly filed an application with NCLT after getting requisite approval from the shareholders in the Extra Ordinary General Meeting held on 15th December, 2017.

The Hon'ble NCLT vide its order dated 08th August, 2018 approved the reduction of paid up share capital ` 6,000.00 Lakhs divided into 600.00 Lakhs share of ` 10 each to ` 3,000.00 Lakhs divided into 600.00 Lakhs share of ` 5 each.

d) Material Uncertainties relating to going concern

CYHPL has written off Capital Work in progress during the financial year 2017-2018 ` 2,713.18 Lakhs on account of board decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to the below main reasons/events.

Delay and uncertainty in project execution

Local Unrest - CYHPL has closed the project office and stop all site activities again due to continuous unrest from the local villagers and habitants from the villages of Project Area. Security and safety issues of the employees and other assets of CYHPL have also become important now.

Protests & representations by the local panchayats and Sangharsh Samiti are continued.

The State Pollution Control Board has not been able to conduct the public hearing for the project in last two years despite the completion of all formalities from our side.

Long Delay in Government Approvals and licenses lapse

The proposal for forest clearance lying pending with the office of the Nodal Officer, State Forest Department, Shimla for want of FRA Certificates for almost two & half years.

The applications for NOC from Ministry of Home Affairs was submitted by us to Government of Himachal Pradesh vide our letter dated 27th July 2011.

It's a border area project and requires the clearance from Ministry of Defence, Government of India. The application for NOC from Ministry of Defence was filed on 20th December 2012 TEC and TOR from MoEF has expired or is expiring shortly.

Since the project is not to be executed purely on account of various social-legal issues neither in the control of CYHPL nor in the control of local administration/authorities, CYHPL requested for refund of security deposit and upfront premium paid for the project amounting to ` 3,969.45 Lakhs.

In response to the request dated 1 February, 2018 the Government has not considered the request of CYHPL for surrender of the Project and refund of the Premium and Security. However, GoHP mentioned that CYHPL can apply for the extension in time lines without levy of the extension fees till the ground situation become favorable towards implementation of Hydro Electric Projects.

CYHPL on 16th February, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of CYHPL nor in the control of local administration/authorities.

GoHP vide Notification dated 03rd Nov 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL.

During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project.

The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

CYHPL was incorporated as a Special Purpose Vehicle for above said 180MW HEP project and is a wholly owned subsidiary of Bhilwara Energy Limited (BEL) with no external debt.

(viii) In case of BJCL, Nepal:

a) Going Concern

The Financial Statements are prepared on the assumption that BJCL is a going concern.

b) Current (Income) Tax

Provision for current (income) tax is recognised as per applicable provisions of Income Tax Act 2058 & Rules, 2059 along with amendments that are applicable in particular income year.

c) Exchange rate

Transactions in foreign currency are recognized at the exchange rates prevailing on the date of transactions. All monetary items in balance sheet which are required to be settled in foreign currency are translated applying exchange rates prevailing on the balance sheet date.

d) Pre-operating expenses have been booked in expenses pertaining to capitalization since BJCL is in construction phase and it will be capitalized accordingly at the same time as the power production will commence.

e) Mr. Trilock Chandra Agrawal, Mr. Subhash Chandra Sanghai & Mr. Ashok Kumar Agrawal has given personal Bank Guarantee of ` 88.50 Lakhs through Sunrise Bank to Nepal Electricity Authority on behalf of BJCL for the PPA purpose.

36. The company is operating 14 MW (7 WTGs of 2 MW each) wind power project in Maharashtra. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

37. RELATED PARTY DISCLOSURES

- a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Malana Power Company Limited (MPCL)	- Subsidiary
ii.	AD Hydro Power Limited (ADHPL)	- Subsidiary of a fellow Subsidiary (MPCL)
iii.	Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
iv.	BG Wind Power Limited (BGWPL)	- Subsidiary
v.	NJC Hydro Power Limited (NHPL)	- Subsidiary
vi.	Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary

- b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture;
- HEG Limited
 - Statkraft Holding Singapore PTE Limited
 - Statkraft Market Private Limited, India
 - Statkraft Invest Asia Pte. Limited, Singapore
 - Statkraft India Private Limited
 - RSW Inc.
- c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.
- Mr. Ravi Jhunjhunwala
 - Mr. Riju Jhunjhunwala
 - Mr. Rishabh Jhunjhunwala
 - Mrs. Rita Jhunjhunwala

d) Key Management Personnel and their relatives

In case of holding companies:

i.	Mr. Ravi Jhunjhunwala	- Chairman
ii.	Mr. Riju Jhunjhunwala	- Managing Director
iii.	Mr. Rishabh Jhunjhunwala	- Managing Director
iv.	Mr. Krishna Prasad	- Chief Financial Officer
v.	Mr. Ravi Gupta	- Company Secretary

In case of subsidiaries:

- Mr. O.P. Ajmera (Director in NHPL, CYHPL, BGWPL & ICCSL and Executive Director, CEO and CFO in MPCL and Director, CFO in ADHPL)
 - Mr. Pankaj Kapoor (Manager, ADHPL)
 - Mr. Arvind Gupta (Company Secretary, MPCL & ADHPL)
 - Mr. Ravi Gupta (Company Secretary, NHPL)
 - Mr. Krishna Prasad (Chief Financial Officer, NHPL)
 - Mr. Sushil Kumar (Chief Financial Officer, CYHPL)
 - Mr. Pradeep Kumar Sharma (Manager, CYHPL)
 - Mr. Naveen Kumar Vaid (Company Secretary, CYHPL) - w.e.f. 29th April 2022
 - Mr. Rahul Sharma (Chief financial Officer, BGWPL)
 - Mrs. Poonam Gupta (Manager, BGWPL)-w.e.f. 29th October 2021
 - Mr. Naveen Kumar Vaid (Company Secretary, BGWPL) - w.e.f. 07th May 2022
 - Mr. Jainender Kardam (Manager, NHPL) - Cessation on 31st December 2021
 - Mrs. Kakoli Sengupta (Manager, BGWPL) - Cessation on 30th April 2021
 - Ms. Priyanshi Garg (Company Secretary, CYHPL) -Cessation on 25th June 2020
 - Mr. Amit Chauhan (Company Secretary, CYHPL) - Cessation on 25th August 2021
 - Mr. Naveen Kumar Vaid (Company Secretary, CYHPL) - Cessation on 06th May 2022
- e) **Enterprises over which any person described in (c) or (d) is able to exercise significant influence.**
- RSWM Limited (RSWM)
 - HEG Limited (HEG)
 - Maral Overseas Limited(MOL)
 - BMD Private Limited(BMD)
 - Bhilwara Technical Textiles Limited(BTTL)
 - Bhilwara Info Technology Limited
 - Bhilwara Services Private Limited
 - BSL Limited(BSL)
 - LNJ Financial Services Limited(LNJFSL)
 - Investors India Limited(IIL)
- f) **Trust under common control**
- Malana Power Company Limited Employees Gratuity Trust
 - Malana Power Company Limited Sr. Executive Company Superannuation Scheme Trust
 - AD Hydro Power Limited Employees Group Gratuity Trust
 - AD Hydro Power Limited Sr. Executive Company Superannuation Scheme Trust

With parties referred to in item (a) above
(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Guarantees given by the company		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Limited	-	600.00
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited	4,300.00	4,300.00
Guarantee given by the MPCL on behalf of AD Hydro Power Limited	815.07	3,309.47

With parties referred to in item (b) above
(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Reimbursement of expenses paid by MPCL to HEG	2.48	5.27
Amount Paid by ADHPL to Statkraft Market private limited, India towards trade margin	32.44	46.28
Amount Paid by MPCL to Statkraft Market private limited, India towards trade margin	17.36	28.15

With parties referred to in item (c) above
(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Remuneration paid to Mr. Ravi Jhunjhunwala by MPCL	314.94	219.11
Rent paid to Mr. Riju Jhunjhunwala by MPCL	19.50	18.59
Rent paid to Mr. Rishabh Jhunjhunwala by MPCL	19.50	18.59
Remuneration paid to Mr. Riju Jhunjhunwala by BEL	50.40	40.18
Remuneration paid to Mr. Rishabh Jhunjhunwala by BEL	50.40	40.18

With parties referred to in item (d) above, other than those included in (c) above
(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Rent paid to Mrs. Rita Jhunjhunwala by MPCL	20.09	19.16
Remuneration paid to Mr. Pankaj Kapoor by ADHPL	35.03	30.24
Remuneration to Mr. Arvind Gupta by MPCL	24.46	19.88
Remuneration to Mr. O P Ajmera by MPCL	269.55	218.06
Remuneration paid to Mr. Ravi Gupta by BEL	36.98	32.83
Remuneration paid to Mr. Krishna Prasad by BEL	29.74	25.93
Remuneration to Mr. Sushil Kumar CYHPL	9.64	8.59
Remuneration to Ms. Priyanshi Garg by CYHPL	-	0.48
Remuneration to Mr. Amit Chauhan by CYHPL	1.51	0.93
Remuneration to Mr. Pradeep Kumar Sharma by CYHPL	21.43	19.49
Remuneration to Mr. Jainender Kardam by NHPL	55.87	44.97
Remuneration to Mrs. Srishti Saxena by BGWPL	3.66	4.26
Remuneration to Mrs. Poonam Gupta by BGWPL	2.41	-
Remuneration to Mrs. Kakoli Sengupta by BGWPL	0.63	7.45
Remuneration to Mr. Rahul Sharma by BGWPL	6.87	5.70

With parties referred to in item (e) above			(` in Lakhs)
Particulars	As at March 31, 2022	As at March 31, 2021	
Reimbursement of expenses paid to RSWM by ICCSL	15.46	9.05	
Consultancy Services provided to RSWM by ICCSL	54.28	-	
Reimbursement of expenses paid to RSWM by BEL	4.45	7.99	
Reimbursement of expenses paid by RSWM to BEL	1.32	3.44	
Reimbursement of expenses paid by BEL to HEG	0.17	1.72	
Reimbursement of expenses paid by MOL to BEL	-	0.41	
Reimbursement of insurance expenses by HEG Ltd. To ICCSL	1.38	3.34	
Reimbursement of expenses paid by BSL to BEL	0.10	-	
Reimbursement of expenses paid by BMD Ltd. To BEL	0.46	1.31	
Reimbursement of expenses paid by MPCL to RSWM	14.77	9.58	
Rent paid to RSWM by BEL	7.16	7.16	
Rent paid to RSWM by ICCSL	11.00	11.00	
Rent paid to RSWM by MPCL	16.71	16.71	

With parties referred to in item (f) above			(` in Lakhs)
Particulars	As at March 31, 2022	As at March 31, 2021	
Addition in contribution MPCL Employee Group Gratuity Trust	1.28	50.71	
Addition in contribution MPCL Senior Executive Group Superannuation Trust	9.40	7.12	
Benefits paid on behalf of MPCL Employee Group Gratuity Trust	2.57	4.68	
Contribution towards Employees Group Gratuity Trust-ADHPL	17.95	-	
Contribution towards Sr. Executive Group Superannuation Scheme Trust-ADHPL	3.00	2.79	
Benefits paid on behalf of ADHPL Employee Group Gratuity Trust	0.86	12.68	

Outstanding from Persons referred to in (b)

I. In case of MPCL:			(` in Lakhs)
Particulars	As at March 31, 2022	As at March 31, 2021	
Balances Receivable at the year-end:			
- Statkraft Market Private Limited	394.79	58.97	
II. In case of ADHPL:			(` in Lakhs)
Particulars	As at March 31, 2022	As at March 31, 2021	
Balances Receivable at the year-end:			
- Statkraft Market Private Limited	1,136.19	127.54	
III. In case of ICCSL:			(` in Lakhs)
Particulars	As at March 31, 2022	As at March 31, 2021	
Balances Payable at the year-end:			
RSWM Ltd.	-	356.14	
Balances Receivable at the year-end:			
RSWM Ltd.	12.42	-	

Outstanding from Persons referred to in (c) & (d)

I. In case of holding company:			(` in Lakhs)
Particulars	As at March 31, 2022	As at March 31, 2021	
Balances Receivable at the year-end:			
Mr. Krishna Prasad- Home Loan	2.17	4.17	
II. In case of MPCL:			(` in Lakhs)
Particulars	As at March 31, 2022	As at March 31, 2021	
Balances Receivable at the year-end:			
Mr. O.P. Ajmera - Home Loan	-	5.00	

Security Deposit / Advance from Persons referred to in (c) & (d)
I. In case of holding company: (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Mr. Krishna Prasad - Security Deposit for Car	4.87	1.77
Mr. Ravi Gupta-Security Deposit for Car	3.98	3.61

II. In case of BGWPL: (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Mr. Rahul Sharma-Home Loan	0.80	1.40

III. In case of CYHPL: (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Mr. Sushil Kumar-Home Loan	2.73	3.53

Outstanding from Persons referred to in (c) & (d)
I. In case of MPCL: (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Balances Payable at the year-end:		
Commission payable to Mr. Ravi Jhunjunwala	139.40	51.48

38. COMPENSATION OF KEY MANAGERIAL PERSONNEL #
I. In case of holding company:

Particulars	As at March 31, 2022 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	45.00	45.00	35.17	28.34	155.51
Defined Contribution Plan	5.40	5.40	1.81	1.40	14.01
Total	50.40	50.40	36.98	29.74	167.52

Particulars	As at March 31, 2021 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	36.00	36.00	31.22	24.73	127.95
Defined Contribution Plan	4.18	4.18	1.61	1.21	11.18
Total	40.18	40.18	32.83	25.94	139.13

II. In case of MPCL:

Particulars	As at March 31, 2022 (₹ in Lakhs)			
	Mr. Ravi Jhunjunwala (CMD)	Mr. O P Ajmera (CEO & CFO)**	Mr. Arvind Gupta (CS)*	Total
Short Term Benefit##	303.12	256.07	21.93	581.12
Defined Contribution Plan	11.82	13.48	2.53	27.83
Total	314.94	269.55	24.46	608.95

Particulars	As at March 31, 2021 (₹ in Lakhs)			
	Mr. Ravi Jhunjunwala (CMD)	Mr. O P Ajmera (CEO & CFO)**	Mr. Arvind Gupta (CS)*	Total
Short Term Benefit##	207.84	205.86	17.87	431.57
Defined Contribution Plan	11.27	12.20	2.01	25.48
Total	219.11	218.06	19.88	457.05

**Out of total remuneration paid to Mr. O P Ajmera, ₹ 75.31 Lakhs (Previous year ₹ 66.07 Lakhs) has been recovered from Bhilwara Energy Limited.

##Excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

III. In case of ADHPL:*

Particulars	As at March 31, 2022 (` in Lakhs)	As at March 31, 2021 (` in Lakhs)
	Manager	Manager
	Mr. Pankaj Kapoor	Mr. Pankaj Kapoor
Short Term Benefit#	33.42	28.86
Defined Contribution Plan	1.61	1.38
Total	35.03	30.24

*The remuneration of KMPs (CFO and CS) is being drawn from the Holding company M/s Malana Power Company Limited.

#does not include post-employment benefits and other long term employee benefits as these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

IV. In case of CYHPL:

Particulars	As at March 31, 2022 (` in Lakhs)			
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)*	Total
Short Term Benefits	9.64	21.43	1.51	32.58
Defined Contribution Plan	-	-	-	-
Total	9.64	21.43	1.51	32.58

Particulars	As at March 31, 2021 (` in Lakhs)				
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Ms. Srishti Saxena (CS)*	Ms. Priyanshi Garg (CS)*	Total
Short Term Benefits	8.59	19.49	0.93	0.48	29.49
Defined Contribution Plan	-	-	-	-	-
Total	8.59	19.49	0.93	0.48	29.49

V. In case of BGWPL:

Particulars	As at March 31, 2022 (` in Lakhs)				
	Mr. Rahul Sharma (CFO)	Mrs. Poonam Gupta (Manager)	Mrs. Kakoli Sengupta (Manager)	Ms. Srishti Saxena (CS)*	Total
Short Term Benefits	6.87	2.41	0.63	3.66	13.57
Defined Contribution Plan	-	-	-	-	-
Total	6.87	2.41	0.63	3.66	13.57

Particulars	As at March 31, 2021 (` in Lakhs)			
	Mr. Rahul Sharma (CFO)	Mrs. Kakoli Sengupta (Manager)	Ms. Srishti Saxena (CS)*	Total
Short Term Benefits	5.70	7.45	4.26	17.41
Defined Contribution Plan	-	-	-	-
Total	5.70	7.45	4.26	17.41

VI. In case of NHPL:

Particulars	As at March 31, 2022 (` in Lakhs)				As at March 31, 2021 (` in Lakhs)			
	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total
Short Term Benefits	55.87	-	-	55.87	44.97	-	-	44.97
Total	55.87	-	-	55.87	44.97	-	-	44.97

*The remuneration of KMPs (CFO and CS) is being drawn from the Holding company M/s Bhilwara Energy Limited.

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS19 - Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

I. In case of BJCL, Nepal:

Name	Relation	As at March 31, 2022 (` in Lakhs)
Purshottam Lal Sanghai	Shareholder	Payable of ` 5.98 Lakhs
Subash Chandra Sanghai	Shareholder	Payable of ` 15.23 Lakhs to Subhash Chandra Sanghai
Govind Lal Sanghai	Shareholder	Payable of ` 53.03 Lakhs to Govind Lal Sanghai
Mega Star Reality Private Limited	Two Common Directors	Receivable of ` 45.10 Lakhs for payment of advance to purchase land
Triveni Hydro Power Private Limited	Shareholder	Payable of ` 106.53 Lakhs
Green Ventures Limited	Common Shareholder	Payable of ` 29.38 Lakhs

Name	Relation	As at March 31, 2021 (` in Lakhs)
Purshottam Lal Sanghai	Shareholder	Payable of ` 5.98 Lakhs
Subash Chandra Sanghai	Shareholder	Payable of ` 14.48 Lakhs to Subhash Chandra Sanghai
Govind Lal Sanghai	Shareholder	Payable of ` 53.03 Lakhs to Govind Lal Sanghai
Mega Star Reality Private Limited	Two Common Directors	Receivable of ` 45.10 Lakhs for payment of advance to purchase land
Triveni Hydro Power Private Limited	Shareholder	Payable of ` 106.53 Lakhs

39. DEFINED CONTRIBUTION PLAN

I. In case of holding company (` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Employer's Contribution to provident fund	15.02	11.88
Total	15.02	11.88

II. In case of MPCL:

i. Defined contribution plan

a. Superannuation Fund

Malana Power Company Limited makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, MPCL is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by MPCL. MPCL is generally liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return and recognizes such contributions and shortfall, if any, as an expense in the year it is incurred. Having regard to the assets of the fund and the return on the investments, MPCL does not expect any shortfall in the foreseeable future. MPCL recognized ` 9.40 Lakhs (previous year ` 5.62 Lakhs) in the statement of profit and loss account. (Refer note 24 of MPCL Standalone)

b. Provident Fund

Malana Power Company Limited makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. MPCL recognized ` 49.27 Lakhs (previous year ` 45.57 Lakhs) in the statement of profit and loss account (Refer Note 24 of MPCL Standalone).

ii. Details of defined benefit plan and long term employee benefit plan

a. Gratuity Fund

Malana Power Company Limited has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by MPCL. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. MPCL does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

b. Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

III. In case of ADHPL:**i. Defined contribution plan****a. Superannuation Fund**

AD Hydro Power Limited makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, ADHPL is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by ADHPL. ADHPL is generally liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return and recognizes such contributions and shortfall, if any, as an expense in the year it is incurred. Having regard to the assets of the fund and the return on the investments, ADHPL does not expect any shortfall in the foreseeable future. ADHPL recognized ₹ 4.20 Lakhs (previous year ₹ 3.69 Lakhs) in the statement of profit and loss account (Refer Note 22 of ADHPL Standalone).

b. Provident Fund

AD Hydro Power Limited makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. ADHPL recognized ₹ 75.07 Lakhs (previous year ₹ 67.58 Lakhs) in the statement of profit and loss account (Refer Note 22 of ADHPL Standalone).

ii. Details of defined benefit plan and long term employee benefit plan**a. Gratuity Fund**

AD Hydro Power Limited has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by ADHPL. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. ADHPL does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

b. Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

IV. In case of ICCSL:**Defined benefit plan**

Disclosures including sensitivity analysis in respect of gratuity and leave encashment have been made as per the valuation of employee benefit done for the year ended March 31, 2022.

40. EMPLOYEE BENEFITS PLAN**I. Gratuity****Financial Assumptions Used to Determine the Profit & Loss Charge** (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	855.05	788.45
Fair value of Plan Assets	845.55	820.54
	9.50	(32.09)
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	9.50	(32.09)

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Total Charge/(Credit) Recognised in Profit and Loss	45.78	56.40
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	(2.75)	(91.17)

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation beginning of period	788.45	784.17
b) Interest Cost on DBO	53.16	53.10
c) Net Current Service Cost	48.54	46.66
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(30.64)	(63.60)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination/Divestiture	-	-
i) Losses / (Gains) on Curtailments/Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(4.47)	(31.88)
k) Defined Benefit Obligation End of Period	855.05	788.45

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	820.54	642.45
b) Expected return on plan assets	55.93	43.37
c) Employer contribution	1.28	134.91
d) LIC Charges	(0.45)	(0.00)
e) Actual Plan Participants' Contributions	-	-
f) Actual Taxes Paid	-	-
g) Actual Administration Expenses Paid	-	-
h) Changes in Foreign Currency Exchange Rates	-	-
i) Benefits paid	(30.03)	(62.02)
j) Acquisition /Business Combination/Divestiture	-	-
k) Assets Extinguished on Curtailments/ Settlements	-	-
l) Actuarial (Gain)/Loss on Asset	1.72	(61.84)
m) Fair value of plan assets at the end.	845.55	820.54

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	48.54	46.66
b) Net Interest Cost	(2.76)	9.74
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	45.78	56.40

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period - End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in OCI (Gain) / Loss Beginning of Period	31.50	122.67
b) Remeasurements Due to :	-	-
1. Effect of Change in Financial Assumptions	(29.96)	(7.44)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	25.48	(24.44)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	1.72	(59.29)
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognised in OCI (Gain)/Loss	(2.75)	(91.17)
d) Amount Recognized in OCI (Gain)/Loss End of Period	28.74	31.50

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in P&L End of Period	45.78	56.40
b) Amount recognized in OCI End of Period	(2.75)	(91.17)
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	43.03	(34.77)

6 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability Beginning of Period	(32.09)	141.72
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	45.78	56.40
d) Total Remeasurements Recognised in OC (Income)/Loss	(2.75)	(91.17)
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	(1.28)	(134.91)
g) LIC Charges	0.45	0.00
h) Benefits Paid	(0.61)	(1.58)
i) Other Events	-	-
j) Balance Sheet (Asset)/Liability End of Period	9.50	(32.09)

7 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on Plan Assets	55.93	43.37
b) Remeasurements on Plan Assets	57.65	(15.92)
c) Actual Return on Plan Assets	1.72	(59.29)

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Unrecognised Asset Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset End of Period	-	-

9 The Major Categories of Plan Assets

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
c) Equity Shares of listed companies	-	-
d) Cash (Including Bank Balance Special Deposit Scheme)	-	-
e) Funds Managed by Insurer *	100%	100%
f) Others	-	-
Total	100%	100%

*In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

10 Current / Non-Current Bifurcation

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	190.98	174.23
b) Non-Current liability	664.07	614.22
c) Net Liability	855.05	788.45

11 Defined Benefit Obligation by Participant Status

(` in Lakhs)

Particulars	As at March 31, 2022
a) Actives	855.05
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	855.05

12 Sensitivity Analysis

(` in Lakhs)

Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(41.65)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	46.31
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	46.49
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(42.33)

13 Expected Cash flows for the Next Ten Years

(` in Lakhs)

Particulars	As at March 31, 2022
a) Year - 2023	191.09
b) Year - 2024	56.47
c) Year - 2025	21.21
d) Year - 2026	29.56
e) Year - 2027	18.34
f) Year - 2028 to 2032	506.23

II. Leave Encashment
Financial Assumptions Used to Determine the Profit & Loss Charge

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	440.42	430.34
Fair value of Plan Assets	-	-
	440.42	430.34
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	440.42	430.34

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation, beginning of period	430.34	457.73
b) Interest Cost on DBO	28.85	31.01
c) Net Current Service Cost	31.70	30.58
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(20.42)	(35.15)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(30.06)	(53.84)
k) Defined Benefit Obligation, End of Period	440.42	430.34

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Amounts Recognised in Statement of Profit & Loss at Period-End (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	31.70	30.58
b) Net Interest Cost	28.85	31.01
c) Past Service Cost	-	-
d) Remeasurements*	(30.06)	(53.84)
e) Administration Expenses	-	-
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g) Total Expense/(Income) included in "Employee Benefit Expense"	30.49	7.76
4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Remeasurements Due to :		
1. Effect of Change in Financial Assumptions	(17.90)	(4.31)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	(12.16)	(49.53)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
b) Total Remeasurements Recognised (gains) / losses	(30.06)	(53.84)
5 Reconciliation of Balance Sheet Amount (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability, Beginning of Period	430.34	457.73
b) Total Charge/(Credit) Recognised in Profit and Loss	30.49	7.76
c) Acquisition /Business Combination / Divestiture	-	-
d) Benefit Payouts	(20.42)	(35.15)
e) Balance Sheet (Asset)/Liability, End of Period	440.42	430.34
6 Actual Return on Plan Assets (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on Plan Assets	-	-
b) Remeasurements on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-
7 Asset Category (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High quality corporate bonds (including Public Sector Bonds)	-	-
c) Equity shares of listed companies	-	-
d) Real Estate / Property	-	-
e) Cash (including Special Deposits)	-	-
f) Other (including assets under Schemes of Insurance)	-	-
g) Total	-	-
8 Current / Non-Current Bifurcation (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	65.59	62.39
b) Non-Current liability	374.83	367.95
c) Net Liability	440.42	430.34

9 Defined Benefit Obligation by Participant Status		(` in Lakhs)
Particulars		As at March 31, 2022
a) Actives		440.42
b) Vested Deferreds		-
c) Retirees		-
d) Total Defined Benefit Obligation		440.42

10 Sensitivity Analysis		(` in Lakhs)
Particulars		As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points		(25.00)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points		27.87
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points		27.90
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points		(25.35)

41. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

I. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Variable rate borrowings	9,295.81	14,013.92
Fixed rate borrowings	7,778.64	23,512.02
Total	17,074.45	37,525.94

ii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2022 and March 31, 2021.

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Effect on Profit if Interest Rate - decrease by 25 basis points	16.47	24.83
Effect on Profit if Interest Rate - increases by 25 basis points	(16.47)	(24.83)

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

II. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Hence, no further disclosure is required under this section.

- a) Foreign currency exposure outstanding as at Balance Sheet date: - NIL.
- b) Un-hedged foreign currency exposures as at Balance Sheet date: - NIL.

III. Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the company and the company doesn't deal in commodities

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Loss allowance is measured using 12 months Expected credit loss (ECL)

(` in Lakhs)

Particulars	As at March 31, 2022			As at March 31, 2021		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	217.89	-	217.89	212.96	-	212.96
Investments	0.08	-	0.08	0.09	-	0.09
Advance for Bara Banghal	6,801.84	681.84	6,120.00	6,801.84	3,741.84	3,060.00
Trade Receivables	6,993.29	347.60	6,645.69	6,077.96	345.01	5,732.71
Unbilled revenue	1,275.39	-	1,275.39	1,025.88	-	1,025.88
GBI claim receivable	178.28	-	178.28	212.26	-	212.26
Interest accrued on bank deposits	26.88	-	26.88	125.39	-	125.39
Cash and cash equivalents	2,075.95	-	2,075.95	1,647.07	-	1,647.07
Bank balances	6,276.17	-	6,276.17	6,473.78	-	6,473.78
Deposit with maturity more than 12 month	3.40	-	3.40	3.40	-	3.40
Amount deposits under protest	35.00	-	35.00	35.00	-	35.00
Advance recoverable from HPSEBL	1,870.04	-	1,870.04	1,863.14	-	1,863.14
Retention Money	28.58	-	28.58	28.58	-	28.58
Loan to employees	70.54	-	70.54	78.95	-	78.95
Advances recoverable in cash or kind	57.76	-	57.76	61.42	-	61.42

In case of MPCL & ADHPL

MPCL & ADHPL is in the power generation sector. MPCL & ADHPL on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers which are state government run power utility majors. Hence MPCL & ADHPL has not provided for any discounting on time value of money.

c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:-

As at March 31, 2022	Less than 3 months	3 to 6 months	6 to 12 months	12 Months to 3 Years	More than 3 Years	Total (` in Lakhs)
Borrowings	785.41	308.49	7,965.75	2,725.43	6,397.55	18,182.63
Security deposits from employees	0.17	0.19	4.87	3.88	-	9.11
Sundry deposit	-	-	45.23	-	-	45.23
Creditors for capital expenditure	-	-	6.74	-	-	6.74
Other payable	291.11	-	0.21	40.00	-	331.32
Trade payables	29.41	-	1,890.58	124.30	79.21	2,123.50
Expenses payable	21.72	0.26	0.98	0.10	-	23.06
Interest accrued but not due on loan from financial institution	-	-	156.35	-	-	156.35
Interest accrued but not due on loan from Group of Com	522.41	-	-	-	-	522.41

As at March 31, 2021	Less than 3 months	3 to 6 months	6 to 12 months	12 Months to 3 Years	More than 3 Years	Total (' in Lakhs)
Borrowings	356.71	426.70	5,172.46	10,102.23	22,499.05	38,557.15
Security deposits from employees	0.15	0.16	0.53	9.66	-	10.50
Sundry deposit	-	-	45.39	-	-	45.39
Amount due to group companies	-	-	-	-	-	-
Creditors for capital expenditure	-	-	-	6.74	-	6.74
Other payable	267.22	-	50.00	40.00	-	357.22
Trade payables	30.52	-	1,174.76	1.51	356.14	1,562.93
Expenses payable	63.75	-	1.17	1.15	0.07	66.14
Interest accrued but not due on loan from financial institution	123.71	-	-	-	-	123.71

42. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(' in Lakhs)

Particulars	As at March 31, 2022				As at March 31, 2021			
	FVPL	FVOCI	Amortised cost	Fare Value	FVPL	FVOCI	Amortised cost	Fare Value
Financial assets								
Security deposits	-	-	217.89	217.89	-	-	212.96	212.96
Investments	0.08	-	-	0.08	0.09	-	-	0.09
Advance for Bara Banghal project	-	-	6,120.00	6,120.00	-	-	3,060.00	3,060.00
GBI Claim receivable	-	-	178.28	178.28	-	-	212.26	212.26
Interest accrued on deposit and other	-	-	26.88	26.88	-	-	125.39	125.39
Cash and cash equivalents	-	-	2,075.95	2,075.95	-	-	1,647.07	1,647.07
Bank balances	-	-	6,276.17	6,276.17	-	-	6,473.78	6,473.78
Deposit with maturity more than 12 month	-	-	3.40	3.40	-	-	3.40	3.40
Amount deposits under protest	-	-	35.00	35.00	-	-	35.00	35.00
Advance recoverable from HPSEBL	-	-	1,870.04	1,870.04	-	-	1,863.14	1,863.14
Unbilled revenue	-	-	1,275.39	1,275.39	-	-	1,025.88	1,025.88
Retention Money	-	-	28.58	28.58	-	-	28.58	28.58
Loan to Employees	-	-	70.54	70.54	-	-	78.95	78.95
Advances recoverable in cash or kind	-	-	57.76	57.76	-	-	61.42	61.42
Trade receivables	-	-	6,645.69	6,645.69	-	-	5,732.71	5,732.71
Total Financial Assets	0.08	-	24,881.57	24,881.65	0.09	-	20,560.54	20,560.63
Financial Liabilities								
Borrowings	-	-	18,182.63	18,182.63	-	-	38,557.15	38,557.15
Security deposits from employees	-	-	9.11	9.11	-	-	10.50	10.50
Deposit from contractors and others	-	-	45.23	45.23	-	-	45.39	45.39
Creditors for capital expenditure	-	-	6.74	6.74	-	-	6.74	6.74
Amount due to group companies	-	-	-	-	-	-	-	-
Other payable	-	-	331.32	331.32	-	-	357.22	357.22
Trade Payables	-	-	2,123.50	2,123.50	-	-	1,562.93	1,562.93
Expenses payable	-	-	23.06	23.06	-	-	66.14	66.14
Interest accrued but not due	-	-	678.76	678.76	-	-	123.71	123.71
Total Financial Liabilities	-	-	21,400.35	21,400.35	-	-	40,729.78	40,729.78

I. Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:-

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liability

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Particulars	Carrying amount (` in Lakhs)	Fair value As at March 31, 2022 (` in Lakhs)		
	As at March 31, 2022	Level 1	Level 2	Level 3
Financial assets				
Investment (quoted)	0.08	-	-	0.08
Loan to body corporate	-	-	-	-
Total	0.08	-	-	0.08
Financial liabilities				
Borrowings-Term loan and others	17,074.45	-	-	17,074.45
Borrowings-from other party	1,108.18	-	-	1,108.18
Total	18,182.63	-	-	18,182.63

Particulars	Carrying amount (` in Lakhs)	Fair value As at March 31, 2021 (` in Lakhs)		
	As at March 31, 2021	Level 1	Level 2	Level 3
Financial assets				
Investment (quoted)	0.09	-	-	0.09
Loan to body corporate	-	-	-	-
Total	0.09	-	-	0.09
Financial liabilities				
Borrowings	37,525.94	-	-	37,525.94
Borrowings-from other party	1,031.21	-	-	1,031.21
Total	38,557.15	-	-	38,557.15

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

43. DEFERRED TAX

i. In case of holding company:-

In accordance with Ind-AS 12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ` 14,793.46 Lakhs (previous year ` 15,894.09 Lakhs) as on March 31, 2022.

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Tax effects constituting deferred tax assets		
Business loss brought/carried forward	16,587.94	16,587.94
Unabsorbed depreciation brought/carried forward	1,048.93	1,873.88
Provision for Leave encashment	29.62	25.27
Provision for Gratuity	63.20	50.12
Total deferred tax assets (a)	17,729.70	18,537.22
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	2,936.23	2,643.12
Total deferred tax liabilities (b)	2,936.23	2,643.12
Net Deferred Tax Asset (a-b)	14,793.46	15,894.09
Less: Valuation Allowance	(14,793.46)	(15,894.09)
Net Deferred tax assets	-	-

ii. In case of BGWPL:-

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, BGWPL has not recognized deferred tax asset to the extent of ` 7,024.61 Lakhs (previous year ` 6,090.23 Lakhs) as on March 31, 2022.

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Tax effects constituting deferred tax assets		
Unabsorbed Losses	962.43	646.01
Brought Forward Depreciation	4,215.28	3,471.92
Provision for Leave Encashment	1.99	2.98
Provision for Gratuity	2.65	2.64
Deferred Interest	76.99	64.62
Difference between tax base and book base of Property, plant and Equipment	1,765.28	1,902.07
Total deferred tax assets (a)	7,024.61	6,090.23
Tax effects constituting deferred tax liabilities	-	-
Total deferred tax liabilities (b)	-	-
Net Deferred Tax Asset (a-b)	7,024.61	6,090.23
Less: Valuation Allowance	(7,024.61)	(6,090.23)
Net Deferred tax assets	-	-

iii. In case of ADHPL:-

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognized only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax assets can be realized, ADHPL has not recognized deferred tax asset to the extent of ` 3,029.95 Lakhs (previous year ` 7,979.67 Lakhs) as on March 31, 2022.

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Tax effects constituting deferred tax assets		
Unabsorbed losses	-	-
Brought forward depreciation	23,642.82	28,946.27
Provision for employee benefits	51.30	47.86
MAT credit entitlement (also refer note 26 of ADHPL)	-	1,809.87
Total Deferred tax assets (a)	23,694.12	30,804.00
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	(20,664.17)	(22,824.33)
Total Deferred tax liabilities (b)	(20,664.17)	(22,824.33)
Net deferred tax asset (a)-(b)	3,029.95	7,979.67
Less: Valuation Allowance	(3,029.95)	(7,979.67)
Net Deferred tax asset	-	-

iv. In case of BJCL:-

Deferred taxes are recognized on temporary differences that arise among financial accounts and tax accounts. A deferred tax asset is recognized on future deductible difference whereas deferred tax liability is recognized on future taxable difference arising as on balance sheet date. In current financial year deferred tax has not been recognized as BJCL is in construction phase.

44. CAPITAL MANAGEMENT

a) Risk management

The Company's objectives when managing capital are to:-

- (i) Safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during 2020-2021 and 2021-2022 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Net Debt	16,106.68	37,518.87
Total equity	1,54,565.07	1,37,279.08
Net Debt to Equity Ratio	0.10	0.27

Loan covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

45. INTEREST IN OTHER ENTITIES:

The Group's subsidiaries as at 31 March, 2022 are set out below:-

(a) Subsidiaries

Name of subsidiary/step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on 31st March 2022 (%)	Proportion of ownership as on 31st March 2021 (%)	Principal Activity
Malana Power Company Limited	MPCL	India	51.00%	51.00%	Power generation
AD Hydro Power Limited (88% subsidiary of MPCL)	ADHPL	India	44.88%	44.88%	Power generation
BG Wind Power Limited	BGWPL	India	100.00%	100.00%	Power generation
Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%	Consultancy Services
NJC Hydro Power Limited	NHPL	India	100.00%	100.00%	Power generation
Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%	Power generation
Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%	Power generation

(b) Non-Controlling Interest (NCI)

Below is the summarized financial information for each subsidiary that has non-controlling interest that is material to the group. The amounts disclosed for each subsidiary are before the inter-company eliminations.

(` in Lakhs)

Summarized Balance Sheet	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Current Assets	17,834.06	10,313.33	288.74	393.96	65.05	64.32
Current liabilities	4,240.14	6,347.68	281.75	659.59	279.98	249.72
Net current assets	13,593.92	3,965.65	6.99	(265.63)	(214.93)	(185.40)
Non-current Assets	137,537.57	145,101.98	553.48	530.85	1,644.61	1,615.48
Non-current liabilities	8,183.77	23,579.17	270.10	54.39	-	-
Net Non-current assets	129,353.80	121,522.81	283.38	476.46	1,644.61	1,615.48
Net Assets	142,947.72	125,488.46	290.37	210.83	1,429.68	1,430.08
Accumulated NCI	70,044.38	61,489.35	71.23	51.72	59.19	59.21

(` in Lakhs)

Summarized statement of Profit and loss	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Revenue	36,973.69	24,967.97	423.99	516.78	-	-
Profit for the year	19,231.73	4,414.26	79.54	131.30	(0.40)	(1.91)
Other comprehensive income	(2.16)	49.18	-	23.84	-	-
Total Comprehensive Income	19,229.57	4,463.44	79.54	155.14	(0.40)	(1.91)
Profit allocated to NCI	9,422.49	2,187.08	19.53	38.09	(0.02)	(0.08)

(` in Lakhs)

Summarized cash flow	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Group Limited, Nepal	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Cash flow from operating activities	23,606.00	13,682.79	(389.67)	4.89	0.73	(0.72)
Cash flow from investing activities	2,025.79	6,895.29	33.89	1.45	-	-
Cash flow from financing activities	(25,304.72)	(23,336.49)	323.96	(2.21)	-	-
Net increase / (decrease) in cash and cash equivalents	327.07	(2,758.41)	(31.82)	4.13	0.73	(0.72)

46. ADDITIONAL INFORMATION ON THE ENTITIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS AS REQUIRED UNDER SCHEDULE III OF THE ACT.

Name of the Entity in the Group	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (` in Lakhs)	As % of Consolidated profit or loss	Amount (` in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (` in Lakhs)	As % of Total Comprehensive Income	Amount (` in Lakhs)
Parent								
Bhilwara Energy Limited								
31-03-22	70.00%	34,020.67	4.37%	830.11	67.45%	(5.16)	4.34%	824.95
31-03-21	121.82%	33,195.73	21.21%	986.73	3.79%	2.90	20.93%	989.63
Subsidiaries								
Indian:								
NJC Hydro Power Limited								
31-03-22	20.30%	9,866.70	(0.24%)	(45.51)	0.00%	-	(0.24%)	(45.51)
31-03-21	36.38%	9,912.20	(0.05%)	(2.35)	0.00%	-	(0.05%)	(2.35)
BG Wind Power Limited								
31-03-22	(6.08%)	(2,953.73)	(5.58%)	(1,059.78)	3.27%	(0.25)	(5.58%)	(1,060.03)
31-03-21	(6.95%)	(1,893.71)	(18.08%)	(841.41)	0.33%	0.25	(17.79%)	(841.16)

Name of the Entity in the Group	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (` in Lakhs)	As % of Consolidated profit or loss	Amount (` in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (` in Lakhs)	As % of Total Comprehensive Income	Amount (` in Lakhs)
Malana Power Company Limited								
31-03-22	280.25%	1,36,208.87	101.23%	19,231.73	28.24%	(2.16)	101.26%	19,229.57
31-03-21	400.11%	1,19,928.23	94.87%	4,414.26	64.33%	49.18	94.38%	4,463.44
Indo Canadian Consultancy Services Limited								
31-03-22	0.60%	290.37	0.42%	79.54	0.00%	-	0.42%	79.54
31-03-21	0.77%	210.83	2.82%	131.30	31.18%	23.84	3.28%	155.14
Chango Yangthang Hydro Power Limited								
31-03-22	6.31%	3,067.03	(0.20%)	(37.37)	1.05%	(0.08)	(0.20%)	(37.45)
31-03-21	11.39%	3,104.47	(0.73%)	(33.85)	0.37%	0.28	(0.71%)	(33.57)
Foreign								
Balephi Jalvidhyut Company Limited, Nepal								
31-03-22	2.94%	1,429.68	0.00%	(0.40)	0.00%	-	0.00%	(0.40)
31-03-21	5.25%	1,430.08	(0.04%)	(1.91)	0.00%	-	(0.04%)	(1.91)
Elimination adjustments								
31-03-22	(274.33%)	(133,327.57)	0.00%	-	0.00%	-	0.00%	-
31-03-21	(508.77%)	(138,638.33)	0.00%	-	0.00%	-	0.00%	-
Total Equity								
31-03-22	100.00%	48,602.02	100.00%	18,998.32	100.00%	(7.65)	100.00%	18,990.67
31-03-21	100.00%	27,249.50	100.00%	4,652.78	100.00%	76.45	100.00%	4,729.23
Non-Controlling Interest in all the subsidiaries								
31-03-22		73,638.14		10,044.65		(1.58)		10,043.07
31-03-21		64,462.52		2,327.85		32.09		2,359.94

47. CORPORATE SOCIAL RESPONSIBILITY (CSR)

In Case of MPCL

Where Malana Power Company Limited covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

Particulars	(` in Lakhs)	
	March 31, 2022	March 31, 2021
(i) Amount required to be spent by Malana Power Company Limited during the year,	150.40	188.70
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	6.19	8.85
(b) On purposes other than (a) above	46.21	51.85
(iii) Shortfall at the end of the year,	98.00	128.00
(iv) Total of previous years shortfall,	91.25	-
(v) Reason for shortfall,	On account of ongoing projects	On account of ongoing projects
(vi) Nature of CSR activities,	Refer Note 27(ii)	Refer Note 27(ii)
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

In Case of ADHPL

Where AD Hydro Power Limited covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

(` in Lakhs)		
Particulars	March 31, 2022	March 31, 2021
(i) Amount required to be spent by AD Hydro Power Limited during the year,	60.80	46.15
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	-	0.76
(b) On purposes other than (a) above	68.62	49.74
(iii) Shortfall at the end of the year,	-	-
(iv) Total of previous years shortfall,	-	-
(v) Reason for shortfall,		
(vi) Nature of CSR activities,	Health, Education	Health, Education
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

48. ADDITIONAL REGULATORY INFORMATION**Following Ratios to be disclosed:-**

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	3.03	1.51	Due to increase in current asset (deposits) and corresponding decrease in current liabilities (current maturity of borrowing) resulting in significant impact
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	1.10	2.33	Due to repayment of borrowing during the year
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	1.27	1.13	The change in ratio is less than 25%
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	125.70%	32.56%	Increase in net profit due to increase in revenue.
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	4.74	4.14	The change in ratio is less than 25%
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	6.25	5.52	The change in ratio is less than 25%
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	1.91	2.47	The change in ratio is less than 25%
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	4.19	5.14	The change in ratio is less than 25%
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	53.57%	19.74%	Due to significant increase in tariff rate resulting into increase in revenue
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	15.75%	7.51%	Increased significantly due to increase in tariff rate for power sale.

49. OTHER STATUTORY INFORMATION:

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

- (ii) The Group does not have any transactions with companies struck off.
 - (iii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
 - (iv) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
 - (v) The Group has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - (vi) All the title deeds of immovable properties are held in the name of the Group as at the balance sheet date.
 - (vii) The Group have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries).
 - (viii) The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Group shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ix) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- 50.** Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification / disclosure in accordance with amendments in schedule III.
- 51.** The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 12, 2022.

As per our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: May 12, 2022

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

ANNUAL REPORTS
OF
SUBSIDIARIES

LIST OF ATTACHMENTS

Annual Report of Subsidiaries for the year ended 31st March, 2022

1. Malana Power Company Limited
2. AD Hydro Power Limited
3. Indo Canadian Consultancy Services Limited
4. BG Wind Power Limited
5. NJC Hydro Power Limited
6. Chango Yangthang Hydro Power Limited
7. Balephi Jalvidhyut Company Limited, Nepal

ANNUAL REPORT
OF



MALANA POWER COMPANY LIMITED

CIN : U40101HP1997PLC019959

CORPORATE INFORMATION

CHAIRMAN - EMERITUS

Mr. L. N. Jhunjhunwala

CHAIRMAN & MANAGING DIRECTOR

Mr. Ravi Jhunjhunwala

DIRECTORS

Mr. Om Prakash Ajmera, Executive Director, CEO & CFO

Ms. Tima Iyer Utne

Mr. Rahul Varshney

Dr. Kamal Gupta

Mr. Tantra Narayan Thakur

KEY EXECUTIVES

Mr. T. K. Trehan, Plant In-Charge (Operations)

Mr. R.K. Khaitan, Vice President

COMPANY SECRETARY

Mr. Arvind Gupta

STATUTORY AUDITORS

Deloitte Haskins & Sells LLP, Gurgaon

INTERNAL AUDITORS

M/s BGJC & Associates, LLP

Chartered Accountants

New Delhi

REGISTERED OFFICE

Village Chauki, P.O.Jari

Distt. Kullu (H.P.) - 175 105

Phone : 01902-276074 - 78

Fax : 01902 - 276078

CORPORATE OFFICE

Bhilwara Towers

A-12, Sector - 1

Noida - 201 301 (NCR - Delhi)

Phone : 0120 - 4390000 (EPABX)

Fax : 0120 - 4277841

Website : www.malanapower.com

LIAISON OFFICE

Bhilwara Bhawan

40-41, Community Centre

New Friends Colony

New Delhi - 110 025

Phone : 011-26822997

CIN: U40101HP1997PLC019959

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2021-22

The Members

Malana Power Company Limited

The Board of Directors of the Company are pleased to present their Twenty-fifth Annual Report on the business and operations of the Company and audited financial statements for the year ended 31st March, 2022 together with the Independent Auditors' Report.

1. FINANCIAL PERFORMANCE

(` in Millions)

Particulars	Standalone		Consolidated	
	For the financial year ended		For the financial year ended	
	31st March 2022	31st March 2021	31st March 2022	31st March 2021
Revenue from operations	1139.30	734.80	3697.37	2496.80
Other Income	552.40	175.30	467.68	170.00
Total Revenue	1691.70	910.1	4165.05	2666.80
Operating and Administrative Expenses	398.753	379.21	1182.979	1084.650
Operating Profit before Interest, Depreciation & Tax	1,292.94	530.89	2,982.07	1,582.15
Depreciation & Amortization Expenses	43.743	45.295	540.602	583.87
Profit/(Loss) before finance costs and Exceptional Items and Tax	1,249.20	485.60	2,441.47	998.28
Finance Costs	41.50	131.05	250.73	377.95
Exceptional Items	0	-	0	-
Profit/(Loss) before tax	1,207.69	354.55	2,190.73	620.33
Tax Expenses	267.56	129.98	267.56	178.90
Net Profit/(Loss)	940.13	224.57	1,923.17	441.43
Other Comprehensive Income	0.64	1.42	(0.22)	4.92
Total Comprehensive Income/(Loss) net of tax	940.78	225.98	1,922.96	446.35
Non-Controlling Interest	-	-	117.86	26.44
Total Comprehensive Income/(Loss) for the year	940.78	225.98	1,805.10	419.91
Interim Dividend paid during the year	(177.03)	(206.54)	(177.03)	(206.54)
Dividend Distribution Tax on Interim Dividend	-	-	-	-
Surplus brought forward from previous year	8,114.84	8,095.40	10,517.57	10,304.20
Balance available for appropriation	763.75	19.45	1,628.06	213.37
Balance Carried to Balance Sheet	8,878.59	8,114.84	12,145.64	10,517.57
Earning Per Share (in `)				
i) Basic	6.38	1.52	12.24	2.82
ii) Diluted	6.38	1.52	12.24	2.82

OVERALL PERFORMANCE AND THE STATEMENTS OF AFFAIRS OF THE COMPANY ARE AS UNDER:

Standalone financial performance:

The Company recorded revenue from operations of ` 1,139.30 million during the financial year 2021-22 as

compared to ` 734.80 million in the previous financial year 2020-21. The other income during the financial year 2021-22 was ` 552.40 million vis-a-vis ` 175.30 million in the financial year 2020-21.

The Net profit during the financial year 2021-22 was at Rs. 940.13 million as compared to ` 224.57 million in the previous financial year. The generation during the financial year 2021-22 stood at 317.33 Million Kwh as compared to 337.92 Million kWh in the previous year.

Consolidated financial performance:

The key performance of your Company's Consolidated Financial Statement for the Financial Year 2021-22 is as follows:

The Company recorded total consolidated revenue of ` 3,697.37 million during the financial year 2021-22 as compared to ` 2,496.80 million in the previous financial year. The consolidated Net profit during the financial year 2021-22 was at ` 2,441.47 million as compared to ` 998.28 million in the previous financial year. The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited consolidated financial statement together with Auditors' Report is attached herewith and forms part of this Annual Report.

2. SUBSIDIARY, ASSOCIATE COMPANIES OR JOINT VENTURES

AD Hydro Power Limited, is the only subsidiary of your Company, is engaged in operation, maintenance and generation of 192MW hydro electric project in the state of Himachal Pradesh.

In terms of the provisions of section 136(1) of the Companies Act, 2013, the audited financial statements of AD Hydro Power Limited, subsidiary company of Malana Power Company Limited are being annexed in this Annual Report and have also been placed on the website of the Company. The financial statements of the subsidiary Company are kept for inspection by the shareholders at the registered office and corporate office of the Company.

The subsidiary Company has reported net profit of Rs. 983.04 million in the financial year 2021-22 as compared to net profit of ` 216.87 million in the financial year 2020-21. The generation at Allain Duhangan 192MW during the year stood at 637.45 Million kWh in the financial year 2021-22 as compared to 640.51 Million kWh in the previous financial year 2020-21.

The Board of Directors are pleased to inform you that as on the date of approving the Directors' Report, your company's subsidiary company, AD Hydro Power Limited has become 100% subsidiary of the company after it acquired the 6,71,97,201 (12%) shares from International Finance Corporation on 1st August 2022. ADHPL is now wholly owned subsidiary of your company.

A report on the performance and financial position of the subsidiary Company as per the Companies Act, 2013 in the Form AOC- 1 is annexed to the Consolidated Financial Statement and hence not repeated for the sake of brevity. There are no other associate or joint ventures of the Company.

3. DIVIDEND

- Your Directors do not propose final dividend for the financial year 2021-22.
- v An interim dividend of ` 1.20 per share for FY 2021-22, aggregating to ` 177.03 million on equity share capital of the company was paid out of the profits of company to the equity shareholders whose name appeared in the Register of Members as on 25th October 2021.

4. TRANSFER TO RESERVES

The Company has not transferred any amount to the General Reserve for the financial year 2021-22.

5. MATERIAL CHANGES AND COMMITMENTS

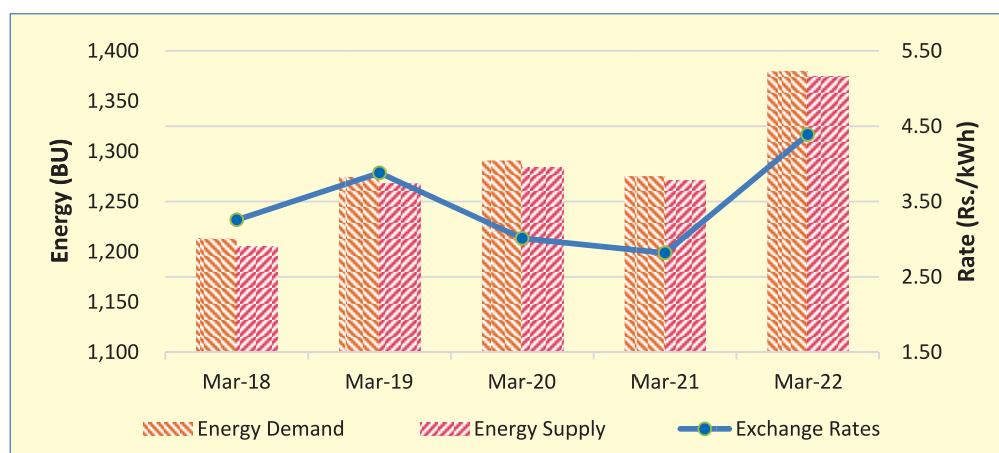
No material changes and commitments, affecting the financial positing of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

6. INDUSTRY POTENTIAL & DEVELOPMENT

India is the third largest producer and consumer of electricity in the world with all India installed power generation capacity as on 31.03.2022 stood at 399.50 GW comprising of 236.11 GW from Thermal, 46.72 GW from Hydro, 6.78 GW from Nuclear and 109.89 GW from Renewable.

During the fiscal year 2021-22, the energy availability was 1,374 BU as against requirement of 1,380 BU kWh with a marginal shortfall of 0.4% and peak demand met was 200 GW as against peak demand of 203 GW with a marginal shortfall of 1.2%. The average monthly market clearing price at the Indian Energy Exchange (IEX) remained moderate taking the average price to ` 4.39/kWh in 2021-22 @ Regional Periphery. During 2021-22, total short term power transactions were approximately 14% of yearly generation. The following "Table-1" indicates the energy demand/ supply along with exchange rates during last 5 years.

Table 1: Energy Demand/ Supply & Exchange rates during last 5 years.



During the FY 2021-22, Central Electricity Regulatory Commission (CERC) issued notification dated 21st March 2022 on National Open Access Registry (NOAR) which started its operation from 1st May 2022. It provide a single point electronic interface for all the stakeholders, availing short term open access in inter-State transmission system including short term customers, state distribution utilities, state/central/IPP generators, trading licensees, Power Exchanges, NLDC, RLDCs, SLDCs. Due to applicability of NOAR platform, the centralized controlling of power transmission is easier as well as it provides better management & operation of power transmission in ISTS. Severe scarcity of coal for power generation which started from mid- February'2022 clubbed with rise in day temperature resulted into exchange prices upward movements and remains in the highest range for most of the time. Concerned with high energy cost, CERC on 1st April 2022 directed exchanges to cap the price at ` 12/ kWh for DAM and RTM segments. Further, from 6<sup>th</sup> May 2022, CERC also capped the exchange price at ` 12/kWh on all the market segments (DAM, GDAM, RTM, Intra-day, Day Ahead Contingency and Term-Ahead, GTAM) till 30th June 2022.

Recently, CERC notification dated 7th June 2022 also notifies the regulation on "Connectivity and General Network Access to the inter-State Transmission System" which provides non-discriminatory access to the inter-

State transmission system for an estimated maximum injection and for a consumer to draw for a specified period and the buying entity/ trader/ exchanges are only eligible for booking of transmission corridor under T-GNA after adjustment of POC transmission charges against the LTA quantum approved by Central Transmission Utility (CTU) for the buying entity. This is in line with the concept of "one nation, one grid".

In the Last two financial years, India have witnessed a country wide lock down due to Covid pandemic and causing a severe slowdown in industrial and economical activities. . After several waves of Covid and lockdown, nearly all industrial & economic activities are now working at their full capacity. All India power consumption is also showing an increasing trend as most of the industrial and commercial activities are allowed by the Government. Peak power demand met touched the milestone figure of approx. 211 GW in June 2022 itself and it can be ascertained that the peak power demand will increase further in near future thereby creating more opportunities for Merchant Power Plants in catering such increased demand for power.

Going forward, it is expected that the demand may grow steadily during the coming months as commercial establishments and economic activities continue their full operational capacities to cater to the continued economic growth of the country, creating more volume in the power

market with strengthening of financials of Discoms. Moreover, Indian Power Market may further deepen its roots so as to create a more vibrant and robust power sector if adequate policy support is provided particularly to the private players.

7. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by under the Companies Act, 2013.

Your Company is committed to achieving the higher standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their economic and reputational interest.

The majority of the Board comprises of Non-Executive Directors including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

8. INTERNAL CONTROL SYSTEMS AND ADEQUACY THEREOF

The Company has an adequate internal control system commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. The Company has a well-defined organizational structure, authority levels, delegation of powers and internal rules and guidelines for conducting business transactions.

9. PERSONNEL

a) Industrial relations

The industrial relations during the period under review remained cordial at the Plant and Corporate office of the Company without any untoward incidents.

b) Particulars of employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

10. PUBLIC DEPOSITS

The details in regard to deposits, covered under Chapter V of the Companies Act, 2013 are mentioned hereunder:

- | | |
|--|--------------|
| a) Amount accepted during the year | Nil |
| b) Amount remained unpaid or unclaimed as at the end of the year | Nil |
| c) Default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved | |
| i) at the beginning of the year | -N/A- |
| ii) maximum during the year | -N/A- |
| iii) at the end of the year | -N/A- |

The company does not have deposits which are in contradiction of Chapter V of the Act.

Your Company has not invited any deposits from public/shareholders in accordance with Chapter V of the Companies Act, 2013.

11. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the regulators or courts or tribunals during the financial year 2021-22, impacting the going concern status and company's operations in future.

12. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year, the following changes were there in the composition of the Board of Directors:

Re-appointments

- During the year, Ms. Tima Iyer Utne (DIN: 06839949) would have retired by rotation at the ensuing Annual General Meeting and, being eligible, had offered herself for re-appointment and the members had approved her re-appointment.
- Mr. Ravi Jhunjhunwala (DIN: 00060972) was appointed as Chairman and Managing Director for a period of 5 (five) years on the Board of the Company commencing from 1st November 2021 to 31st October 2026.
- Mr. Rahul Varshney (DIN: DIN 03516721) who was earlier appointed as Additional Director on the Board of the Company w.e.f. 2nd February 2021 was appointed as Director of the Company.

Your Directors further inform the members that declarations have been taken from the Independent Directors at the beginning of the financial year stating that they meet the criteria of independence as specified under sub-section (6) of Section 149 of Companies Act, 2013.

A declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, along with a declaration as provided in the Notification dated October 22, 2019, issued by the Ministry of Corporate Affairs (MCA), regarding the requirement relating to enrolment in the Data Bank for Independent Directors, has been received from all the Independent Directors, along with declaration made under Section 149(6) of the Act. In the opinion of the Board, Independent Directors possesses integrity, expertise and vast experience including proficiency.

Appointments & Resignations

During the year, there was no other change/resignation in the Board of Directors.

Proposed Re-appointments in the ensuing 25th Annual General Meeting of the Company

- To appoint a Director in place of Mr. Rahul Varshney (DIN: 03516721), who retires by rotation at this

Annual Report 2021-22

Annual General Meeting and being eligible, offers himself for re-appointment.

Key Managerial Personnel

Mr. Ravi Jhunjhunwala, Chairman & Managing Director, Mr. Om Prakash Ajmera, Executive Director, CEO & CFO and Mr. Arvind Gupta, Company Secretary are the Key Managerial Personnel of the Company as on 31st March, 2022, in accordance with the provisions of Section 203 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

14. NOMINATION AND REMUNERATION POLICY

The Board, on the recommendation of the Nomination & Remuneration Committee approved a policy for appointment, re-appointment and removal of Directors, Key Managerial Personnel and Senior Management and their remuneration. The policy is appended as **Annexure-III** forming part of this Report.

15. MEETINGS OF THE BOARD

The Board of Directors had met 4 (four) times during the financial year 2021-22. The meetings of the Board were held on 12th May 2021, 2nd August 2021, 2nd November 2021 and 1st February 2022 respectively.

The attendance for the above mentioned meetings were as follows:

S. No.	Name of Director	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	4	4
2.	Ms. Tima Iyer Utne	Non-Executive Director	4	3
3.	Dr. Kamal Gupta	Non-Executive Independent Director	4	4
4.	Mr. Tantra Narayan Thakur	Non-Executive, Independent Director	4	4
5.	Mr. Rahul Varshney	Director	4	4
6.	Mr. Om Prakash Ajmera	Executive Director, CEO & CFO	4	4

16. MEETINGS OF THE COMMITTEES

At present, the Board has three Committees: (i) Audit committee, (ii) Nomination and Remuneration Committee, (iii) Corporate Social Responsibility Committee.

According to requirements under the Companies Act, 2013, the meetings of the Committees of the Board were conducted as and when required and their decisions and recommendations were duly accepted by the Board.

The following are the compositions and attendance of the above mentioned committees.

(i) AUDIT COMMITTEE

As per section 177 of the Companies Act, 2013, your Board has constituted an Audit Committee whose roles and responsibilities are to review the Company's financial results, review Internal Control Systems, Risk and Internal Audit Reports, approval or any subsequent modification of transactions of the company with related parties. The proceedings of the

Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were duly accepted by the Board during the financial year 2021-22.

The composition as well as the Audit Committee meetings held in the financial year 2021-22 is as below:

Composition of the Committee

All the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee. The Company Secretary acts as the Secretary to the Committee.

S. No.	Name of Member	Designation	Category
1	Ms. Tima Iyer Utne	Member	Non-Executive Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

• Meetings and attendance

The Audit Committee had met four times during the financial year to review the financial statements and the Internal Audit Reports of the Company, approval of transactions of the company with related parties. The meetings were held on 12th May 2021, 2nd August 2021, 2nd November 2021 and 1st February 2022 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Ms. Tima Iyer Utne	Chairperson	4	4
2.	Dr. Kamal Gupta	Member	4	4
3.	Mr. Tantra Narayan Thakur	Member	4	4

The Company Secretary acts as the Secretary of the Audit Committee.

(ii) NOMINATION AND REMUNERATION COMMITTEE

As per section 178 of the Companies Act, 2013, your Board had constituted Nomination and Remuneration Committee. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. The NRC policy may be accessed on the Company's website at:

<https://www.malanapower.com/certificatepdf/MPCL%20NRC%20Policy.pdf>

The Composition of the Committee is as under:

For the financial year 2021-22, the composition of the Nomination and remuneration Committee was as follows:

S. No.	Name of Member	Designation	Category
1	Ms. Tima Iyer Utne	Member	Non-Executive Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

The Company Secretary acts as the Secretary of the Committee.

• **Meetings and attendance**

The Nomination and Remuneration Committee had met one time during the financial year. The meetings were held on 2nd August 2021.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Ms. Tima Iyer Utne	Member	1	1
2.	Dr. Kamal Gupta	Member	1	1
3.	Mr. Tantra Narayan Thakur	Member	1	1

(iii) **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

Your Company has been diligently following the Corporate Social Responsibility policies. As part of its initiatives under Corporate Social Responsibility (CSR), the Company had undertaken projects in the areas of promotion of Education, taking initiatives towards Community Service and rural development, Healthcare, Plantation & Environmental Development, Protection of art, culture etc. These projects were in accordance with the CSR Policy of the Company and Schedule VII of the Companies Act, 2013 and Rules made thereunder.

As per the Companies Act, 2013, all the companies which having net worth of ₹ 500 crore or more, or a turnover of ₹ 1000 crore or more, or a net profit of ₹ 5 crore or more are required to constitute CSR Committee of the Board of Directors comprising three or more Directors out of which atleast one should be the Independent Director. All such Companies are required to spend atleast 2% of its average net profit on the three preceding financial years on the CSR related activities.

During the financial year 2021-22, the amount for CSR expenditure was ₹ 15.04 Million (being 2% of average net profit before tax of last three financial years) as per the provisions of Companies Act, 2013 and rules made thereunder. The Company had spent ₹ 5.25 million on CSR in the financial year 2021-22 and Rs.9.80 million remained unspent which in accordance with the Companies Act, 2013 was transferred into a separate escrow bank account maintained with ICICI Bank Limited. All the expenditures on the ongoing project from FY 2021-22 would be routed through this escrow bank account towards Construction of "Government school building" for Gram Panchayat at Village Prini, Manali..

The Company had also transferred the unspent CSR

amount of approx. ₹ 12.80 million from the unspent CSR corpus of FY 2020-21 into a separate escrow bank account maintained with ICICI Bank Limited and the account was opened with ICICI Bank. All the expenditures on the following two ongoing projects only are routed through the Board approved escrow bank account only:

- Construction of "Government school building" for Gram Panchayat at Village Prini: ₹ 11.80 million. The construction work is still ongoing, and
- Construction of Sarswati Vidya Mandir School : ₹ 1.00 million. The work is completed.

The Company shall keep on taking the endeavors to meet the expenditure planned for CSR activities. The CSR policy may be accessed on the Company's website at the link mentioned below:

https://www.malanapower.com/certificatepdf/MPCL_Corporate%20Social%20Responsibility%20Policy_r1_1.9.15.pdf

The Annual Report on CSR activities is enclosed as **Annexure V**, forming part of this report.

The composition of the Corporate Social Responsibility Committee is as under:

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjunwala	Member	Chairman & Managing Director
2	Ms. Tima Iyer Utne	Member	Non-Executive Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director

• **Meetings and attendance**

The committee had met four times on 12th May 2021, 2nd August 2021, 2nd November 2021 and 1st February 2022 respectively. The attendance for the committee is as follows:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjunwala	Chairman & Managing Director	4	4
2.	Ms. Tima Iyer Utne	Non-Executive Director	4	4
3.	Dr. Kamal Gupta	Non-Executive Independent Director	4	4

(iv) **INDEPENDENT DIRECTORS' MEETING**

During the financial year 2021-22, the Independent Directors met on 10th March 2022, without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Managing Director and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(v) BOARD EVALUATION:

The Board is responsible for undertaking a formal annual evaluation of its own performance, committees and individual Directors with a view to review their functioning and effectiveness and to determine whether to extend or continue the term of appointment of the independent directors. During the year, the Board carried out the performance evaluation of itself, Committees and each of the executive directors/non-executive directors/independent directors excluding the director being evaluated. The evaluation of performance of Independent Director is based on the criteria laid down in the Nomination and Remuneration policy which includes knowledge and experience in the field of power sector, legal, finance and CSR activities. Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its committee and its member individually was adjudged satisfactorily.

17. MEETING OF THE MEMBERS

The Annual General meeting of the members was held on 24th September 2021.

18. VIGIL MECHANISM /WHISTLE BLOWER

The Board on the recommendation of Audit Committee has adopted a Whistle Blower Policy. The details of the same are disclosed on the website of the Company and a web link thereto is as under:

[https://www.malanapower.com/certificatepdf/MPCL_Whistle%20Blower%20Policy%20\(Board%20approved\).pdf](https://www.malanapower.com/certificatepdf/MPCL_Whistle%20Blower%20Policy%20(Board%20approved).pdf)

19. INTERNAL FINANCIAL CONTROL (IFC) SYSTEM AND THEIR ADEQUACY:

The Directors are responsible for laying down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively. As per Section 134(5) (e) of the Companies Act, 2013, the Directors' Responsibility Statement shall state the same.

Your Company has adopted the IFC framework as guidance, for ensuring adequate controls and its effectiveness within the company. The process of assessment of IFC would require setting up of an internal controls function in the organization. The Accounts & Finance Team has been trained to implement and evaluate the design and operating effectiveness of the IFC framework. The framework also focuses on internal controls over financial reporting (ICFR) that are put in place to develop and maintain reliable financial data, and to accurately present the same in a timely and appropriate manner. The framework refers to the policies and procedures adopted by the company for ensuring, orderly and efficient conduct of its business, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, timely preparation of reliable financial information.

The IT controls provide reasonable assurance of achieving the control objectives related to the processing of financial information within the computer processing environment. IT controls ensures appropriate functioning of IT applications and systems built by the organization to enable accurate and timely processing of financial data. Your Company deploys best in class applications and

systems which streamline business processes, to improve performance and reduce costs. These systems provide seamless integration across modules and functions resulting into strong MIS platform and informed decision-making by the Management.

The company has adequate and effective internal financial control in place which is being periodically evaluated. The Company has put in place strong internal control systems and best in class processes commensurate with its size and scale of operations. Internal Financial Control is a continuous process operating at all levels within the Company.

The ICFR is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with applicable accounting principles and policies & procedures.

20. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

21. STATUTORY AUDITORS

The members had appointed **M/s Deloitte Haskins & Sells LLP**, (Firm Registration Number is 117366W /W-100018), Chartered Accountants, as the Statutory Auditors of the Company on 28th September 2017 for a term of 5 years, to hold office from the conclusion of the 20th Annual General Meeting until the conclusion of the 25th Annual General Meeting of the Company. Further the statutory auditors had confirmed that the said appointment, when made, was within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and also the statutory auditor is not disqualified under section 141(3) of the Companies Act 2013.

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Statutory Auditors expressed an unmodified opinion in the audit reports with respect to audited financial statements for the financial year ended March 31, 2022. The Auditors' Report does not contain any qualification, reservation adverse remark or disclaimer which requires any explanation from the Board of Directors.

22. COST AUDITORS

The Cost Audit for financial year ended March 31, 2021 was conducted by M/s K.G. Goyal & Co., Cost Accountants (Firm Registration No. 0017). The Cost Audit Report in XBRL mode for financial year ended March 31, 2021 was filed within the due date. The Cost Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Based on the Audit Committee recommendations at its meeting held on 1st February 2022, the Board has approved the re-appointment of M/s K.G. Goyal & Co., Cost Accountants (Firm Registration No. 0017), as the Cost Auditors of the Company for the financial year 2022-23 at a remuneration of ` 0.50 lakhs plus service tax and

out of pocket expenses that may be incurred by them during the course of audit. As required under the Companies Act, 2013, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Member's ratification for the remuneration payable to M/s K.G. Goyal & Co., Cost Auditors is included in the Notice convening the Annual General Meeting.

23. SECRETARIAL AUDITORS

The Company had appointed M/s. P. Kathuria & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2021-22, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure IV** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation adverse remark or disclaimer.

24. INTERNAL AUDITORS

Based on the Audit Committee recommendations, the Board had appointed M/s. BGJC & Associates LLP, Chartered Accountants as the Internal Auditors of the Company for a period of three years i.e. FY 2020-21, FY 2021-22 and FY 2022-23, subject to review of their performance from time to time.

25. REPORTING OF FRAUD BY THE AUDITORS'

During the year under review, the Statutory Auditor, Secretarial Auditor, Cost Auditor and Internal Auditor of the Company have not reported any matter under section 143(12) of the Companies Act, 2013. Therefore, no detail regarding reporting of fraud is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

26. RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. Further, to manage the Risk, the Company has in place Operations & Steering Committee (OSC) and a Policy thereto, which inter alia includes the Risk Management Policy including mitigation plans. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The annual strategic planning done by OSC provides platform for identification, analysis, treatment and documentation of key risks. It is through this annual planning process that key risks and risk management strategies are communicated to the Board. The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

27. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that:

- i. In preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same;
- ii. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2022 and of the profit of the Company for the year under review;
- iii. They have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

29. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return (to be made available) on the website of the Company.

30. GENERAL DISCLOSURE

- The company has maintained the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and accordingly such accounts and records are made and maintained by the company.
- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. No complaints were received during the financial year 2021-22.
- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- During the year, there was no change in the issued share capital of the company.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported during the Financial Year 2021-22.

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- The Company is in compliance of all the applicable secretarial standards issued by The Institute of Company Secretaries of India, issued from time to time.
- The Company has nothing to report as it has not made any application or subject to any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year/ end of the financial year.
- The Company has nothing to report for the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

31. ACKNOWLEDGEMENT

Your Directors' place on record their sincere appreciation for the co-operation and support received by your Company from the Ministry of Power, Government of Himachal Pradesh, Ministry of Corporate Affairs, Central and State Government and other government agencies, Lenders, Banks, Financial Institutions, PTC India Limited, Statkraft Markets Private Limited, India Energy Exchange

and our valued customers, who have continued their valuable support and encouragement during the year under review. Board also thanks the employees at all levels, for the dedication, commitment and hard work put in by them for Company's achievements.

Your involvement as shareholders is greatly valued and appreciated. The Directors look forward to your continuing support.

**For and on behalf of the
Board of Directors**

Ravi Jhunjhunwala

Chairman and
Managing Director
(DIN 00060972)

Address: Bhilwara Towers, A-12,
Sector-1, Noida-201301

Place: Noida

Date: August 2, 2022

ANNEXURE – I TO THE DIRECTORS' REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

S. No.	Name of top 10 Employees in terms of remuneration	Designation	Remuneration (in ` Million)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment, held, Organisation, Designation & Duration	Shareholding	Nature of employment	Whether employee is relative of Director
1	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	31.49	B. Com (Hons.), MBA	42	67	1-Nov-2001	Promoter Director	Nil	Contractual	No
2	Mr. O.P. Ajmera	Executive Director, CEO & CFO	26.95	FCA & ACS	35	60	1-Apr-2004	HEG LTD.	Nil	Permanent	No
3	Mr. Sumit Garg	Sr. General Manager - Commercial	8.15	B. Com	28	51	15-Jan-2007	Bhilwara Energy Limited	Nil	Permanent	No
4	Mr. Anil Kumar Garg	General Manager - Business Development	5.84	B.Sc, BE, MBA (Marketing)	26	51	2-Jul-2001	MALVIKA STEEL LTD.	Nil	Permanent	No
5	Mr. T.K. Trehan	Vice President	5.38	Degree in Electrical Engg. EMBA in energy management. PGDMA energy management.	43	63	7-Nov-2007	HPSEB as Deputy director for 28 years.	Nil	Permanent	No
6	Mr. Brij Mohan	Asst. General Manager-Accounts	3.81	B. Com, PGD, MBA	35	59	1-Apr-2004	HEG LTD.	Nil	Permanent	No
7	Mr. M.A. Rafiq	Manager(Electrical)	3.45	B Tech (Elect.)	26	44	25-Aug-2001	Steel Builders - Hyderabad	Nil	Permanent	No
8	Mr. Deepak Gupta	Manager-Accounts	2.93	Bachelor of Arts	32	52	1-Apr-2004	HEG LTD.	Nil	Permanent	No
9	Mr. Arvind Gupta	Asst. Manager & Company Secretary	2.49	FCS, LL.B & B.Com (Delhi University)	16	36	9-Jul-2014	Mandakani Coal Company Ltd. (JV of Tata Power, Jindal Photo & Monnet Ispat)	Nil	Permanent	No
10	Mr. C.C. Sebastian	Services Co-ordinator	2.36	Bachelor of Arts	33	59	1-Apr-2004	HEG LTD.	Nil	Permanent	No

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ` Millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	31.49	B. Com (Hons.), MBA	42	67	1-Nov-2001	Promoter Director	Nil	Contractual	No
2	Mr. O.P. Ajmera	Executive Director, CEO & CFO	26.95	FCA, ACS	35	60	1-Apr-2004	HEG LTD.	Nil	Permanent	No

ANNEXURE II TO THE DIRECTORS' REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014**(A) Conservation of energy**

- (a) the steps taken or impact on conservation of energy;
- i) **Installation of three nos. Variable Frequency Drive (VFDs) in PH on TG Cooling Water pumps.**
 - ii) **Replacement of conventional lighting with Light Emitting Diodes (LED) in 132kV Switchyard, Street Lighting in Powerhouse complex, residential colony and Barrage complex.**
- (b) the steps taken by the Company for utilizing alternate sources of energy: **NIL**
- (c) the capital investment on energy conservation equipment till 31st March 2022;
- | | |
|---------------------|----------------------|
| i) VFD : | ` 8,65,000/- |
| ii) LED : | ` 1,815,888/- |
| Total (i+ii) | ` 2,680,888/- |

(B) TECHNOLOGY ABSORPTION

- (i) the efforts made towards technology absorption: As above
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Installation of three nos. variable frequency drive in Powerhouse have resulted in cost reduction i.e. energy saving to the tune of ` 7,015,640/-. Similarly replacement of conventional lighting with LED has also contributed in cost reduction of ` 2,616,935/- only. This cost reduction will be more in the next coming year.
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): **NIL**
- (a) the details of technology imported;
 - (b) the year of import;
 - (c) whether the technology been fully absorbed;
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
 - (iv) the expenditure incurred on Research and Development : ` NIL

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(` in Million)

S. No.	Particulars	2021-22	2020-21
I	Foreign Exchange Outgo		
	Traveling and conveyance	0.00	0.00
	Others	0.79	0.40
	Total	0.79	0.40
II	Foreign Exchange Earnings		
	Others (Sale of Voluntary Emission Rights)	0.00	6.62

ANNEXURE III TO THE DIRECTORS' REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013 and Rules made thereunder, Malana Power Company Limited is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company already had a Remuneration Committee with three Non-Executive Directors. In order to align the same with the provisions of the Companies Act, 2013, and Rules made thereunder from time to time, the Board of Directors at their meeting held on the 16th March, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules made thereunder, applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

1. OBJECTIVE

The Key Objectives of the Committee would be:

- a) to advise the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management of the Company.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

- (a) "Act" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- (b) "Board" means Board of Directors of the Company.
- (c) Key Managerial Personnel (KMP), means:
 - i. Chief Executive Officer or the managing director or the manager;
 - ii. Company Secretary,
 - iii. Whole-time Director;
 - iv. Chief Financial Officer; and
 - v. such other officer as may be prescribed.
- (d) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- a) reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy, with the objective to diversify the Board;
- b) to recommend to the Board the appointment and removal of Director or Key Managerial Personnel or Senior Management Personnel.
- c) to carry out evaluation of Director's performance.
- d) assessing the independence of independent directors;
- e) to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- f) making recommendations to the Board on the remuneration/fee payable to the Directors/ KMPs/Senior Officials so appointed/re-appointed;
- g) ensure that level and composition of remuneration of Directors, KMP's and Senior Management is reasonable and sufficient. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- h) to devise a policy on Board diversity;
- i) to develop a succession plan for the Board and Senior Management and to regularly review the plan;
- j) such other key issues/matters as may be referred by the Board or as may be necessary in view of the provision of the Companies Act, 2013 and Rules made thereunder.

4. MEMBERSHIP

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent. However, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee, but shall not chair such Committee.

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- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairman of the Committee shall be a Non-executive Director.
- b) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. POLICY ON BOARD DIVERSITY

The Nomination and Remuneration Committee shall ensure that Board of Directors have the combination of Directors from different areas /fields or as may be considered appropriate in the best interest of the Company. The Board shall have atleast one Board member who has accounting/ financial management expertise.

11. NOMINATION DUTIES

The duties of the Committee in relation to nomination matters include:

- 1. Ensuring that there is an appropriate induction & training Program in place for new Directors and members of Senior Management and reviewing its effectiveness;
- 2. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- 3. Determining the appropriate size, diversity and composition of the Board;
- 4. Follow a formal and transparent procedure for selecting new Directors for appointment to the Board, Key Managerial Personnel's and Senior Management Personnel;
- 5. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- 6. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- 7. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- 8. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- 9. Considering any other matters as may be requested by the Board;

12. REMUNERATION DUTIES

The Committee will recommend the remuneration/fee to be paid to the Managing Director, Whole-time Director, other Directors, Key Managerial Personnel and Senior Management Personnel to the Board for their approval.

The level and composition of remuneration/fee so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration/fee to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Director/ Managing Director

Besides the above Criteria, the Remuneration/ compensation/ commission/fee to be paid to Director/ Managing Director/ Whole Time Director shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

2. Non-executive Independent Directors

The Non-Executive Independent Director may receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

3. Key Managerial Personnel's /Senior Management Personnel etc

The Remuneration to be paid to Key Managerial Personnel's/ Senior Management Personnel shall be based on the experience, qualification, performance and expertise of the related personnel and governed by the limits, if any prescribed under the Companies Act, 2013 and Rules made thereunder or any other enactment for the time being in force.

4. Directors' and Officers' Insurance

Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel's/ Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

13. EVALUATION/ ASSESSMENT OF DIRECTORS OF THE COMPANY

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performances of the Directors have been:

- Contributing to clearly defined corporate objectives & plans
- Obtain adequate, relevant & timely information from external sources
- Review of strategic and operational plans, objectives and budgets
- Regular monitoring of corporate results against projections
- Identify, monitor & take steps for mitigation of significant corporate risks
- Assess policies, structures & procedures
- Review management's succession plan
- Effective meetings
- Assuring appropriate board size, composition, independence, structure
- Clearly defining roles & monitoring activities of committees

Additionally, for the evaluation/assessment of the performances of Managing Director(s)/Whole Time Director(s) of the Company, following criteria may also be considered:

- Leadership abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials

Evaluation on the aforesaid parameters will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors on the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

14. DISCLOSURE

The Remuneration policy and the evaluation criteria shall be disclosed in the Board's Report.

15. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

16. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case. However, this shall be subject to the approval of Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company.

ANNEXURE IV TO THE DIRECTORS' REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
Malana Power Company Limited
(CIN: U40101HP1997PLC019959)
Village Chaukipost Jari Kullu Himachal Pardesh

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Malana Power Company Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(Not applicable to the Company during the period under review)**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'); **(All the following Regulations including amendments, statutory modification or re-enactment thereto if any, from time to time are not applicable to the Company during the period under review)**
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (vi) Other law applicable specifically to the Company, as identified and on the basis of representation given by the management:
 - The Indian Electricity Act, 2003 and the Rules/ Regulations made thereunder; and
 - The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act, 2013).

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Notified and effective from 1st July, 2015 and the revised version effective from October 1st, 2017).
- (ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.

(Not Applicable to the Company during the period under review)

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. -The changes in the composition of the Board of Directors during the period under review were carried out in compliance with the provisions of this Act.



Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. There was no dissenting vote for any matter.

I further report that I have relied on the representation made by the Company and its officers for system and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. Therefore, I am of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the Company's affairs.

This report is to be read with my letter of even date which is annexed as "**Annexure I**" and forms an integral part of this report.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

**(PRADEEP KATHURIA)
FCS 4655
CP 3086**

UDIN: F004655D000625286

Place : New Delhi
Date : July 14, 2022

'Annexure I'

To
The Members,
Malana Power Company Limited
(CIN: U40101HP1997PLC019959)
Village Chaukipost Jari Kullu Himachal Pardesh

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by Statutory Auditor.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

**(PRADEEP KATHURIA)
FCS 4655
CP 3086**

UDIN: F004655D000625286

Place : New Delhi
Date : July 14, 2022

ANNEXURE V TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2021-22

1. **Brief outline on CSR Policy of the Company:** The Company's CSR activities are designed to serve, societal, local and national goals in all the locations where company operates. Through the CSR Policy, the company creates a significant and sustained impact on communities around the Plant location. The Company also provides opportunities for the Employees to contribute to these efforts through volunteering. More detailed in Point no. 17(iii) of Board Report.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Ravi Jhunjhunwala	Chairman	4 (Four)	4 (Four)
2	Ms. Tima Iyer Utne	Member	4 (Four)	4 (Four)
3	Dr. Kamal Gupta	Member	4 (Four)	4 (Four)

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. http://malanapower.com/docs/MPCL_CSR_Policy.pdf
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attached the report) : Not Applicable
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years(in `)	Amount required to be set-off for the financial year, if any (in `)
		Nil	Nil

6. Average net profit of the company as per section 135(5): ` 752.07 million
7. (a) Two percent of average net profit of the company as per section 135(5): ` 15.04 million
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
- (c) Amount required to be set off for the financial year, if any : Nil
- (d) Total CSR obligation for the financial year (7a+7b- 7c) : ` 15.04 million

8. (a) **CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year 2021-22 (in `)	Amount Unspent (in `)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
` 5.24 million	` 9.80 million	28 th April 2022	-	-	-

(b) **Details of CSR amount spent against ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in `).	Amount spent in the current financial Year (in `).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in `).	Mode of Implementation- Direct Yes/No)	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
1	Construction of "Government school building" for Gram Panchayat at Village Prini	Education / Setting up of School by providing school building	Yes	Himachal Pradesh	Kullu	24 months	` 24 million	` 4.85 million	` 9.80 million	Yes, Direct.	-	-
	TOTAL						` 24 Million	` 4.85 million	` 9.80 million			

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (in `)	(7) Mode of Implementation- Direct Yes/No)	(8) Mode of Implementation – Through Implementing Agency	
				State.	District.			Name	CSR Registration number
1.	Acupressure Health Centre	Promoting Health care	Yes	Himachal Pradesh	Kullu	Rs. 0.37 Mn	Yes	-	-
2.	Providing Doctor and medicine facilities	Promoting Health care	Yes	Himachal Pradesh	Kullu	Rs.0.20 Mn	Yes	-	-
3.	General health checkup camp at Grahani village for the villagers of Thunja & Grahani village	Promoting Health care	Yes	Himachal Pradesh	Kullu	Rs.0.05 Mn	No	Red Cross Society	Registration in Progress
4.	Medicines and medical tests / examination to be provided to patients free of cost at MPCL-ADHPL Group dispensary, Village Prini	Promoting Health care	Yes	Himachal Pradesh	Kullu	Rs.1.06 Mn	Yes	-	-
5.	Expenditure for Covid-19 pandemic (Contribution of NRB masks & Pulse oxymeter to State Government of Himachal Pradesh during Covid-19)	Promoting Health care	Yes	Himachal Pradesh	Kullu	Rs.1.36 Mn	Yes	-	-
6.	Providing teaching aid and honorarium	Promoting education	Yes	Himachal Pradesh	Kullu	Rs.0.33 Mn	Yes	-	-
8.	MPCL Scholarship Scheme	Promoting education	Yes	Himachal Pradesh	Kullu	Rs.0.12 Mn	Yes	-	-
9.	Works at La Montesari School, Dhoonkhra (Free school building provided by company)	Promoting education	Yes	Himachal Pradesh	Kullu	Rs.0.01 Mn	Yes	-	-
10.	Construction of protection wall at Govt. Primary School Thunja	Promoting education	Yes	Himachal Pradesh	Kullu	Rs.0.20 Mn	Yes	-	-
11.	Greenery development in and around to prevent land/soil erosion	Environmental sustainability and ecological balance	Yes	Himachal Pradesh	Kullu	Rs.0.19 Mn	Yes	-	-
12.	MPCL sewing training (cutting & tailoring) and	Women Empowerment	Yes	Himachal Pradesh	Kullu	Rs.0.16 Mn	Yes	-	-
13.	Ajeevika - Self-sustained model for women to earn their livelihood. New Aajivika Self Help Group, a society registered under The Societies Registration Act. There are 35-40 women involved in this self-help group for the production of Papaya, Pumpkin, Loni & Ambla sweets, pickle and sauce.	Women Empowerment	Yes	Himachal Pradesh	Kullu	Rs.0.62 Mn	Yes	-	-
14.	Support to Human Welfare Society	For orphan children	Yes	Himachal Pradesh	Kullu	Rs.0.06 Mn	Yes		
15.	Support to NGOs - Sahara Old Age Home	Sports	Yes	Himachal Pradesh	Kullu	Rs.0.50 Mn	Yes		
16.	TOTAL					Rs. 5.24 Mn			

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : Rs. 15.04 million

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in `)
(i)	Two percent of average net profit of the company as per section 135(5)	Rs. 15.04 million
(ii)	Total amount spent for the Financial Year	Rs.15.04 million
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years: NIL**(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in `)	Amount spent on the project in the reporting Financial Year (in `)	Cumulative amount spent at the end of reporting Financial Year. (in `)	Status of the project Completed/ Ongoing.
1.	Education	Construction of School Building for Sarswati Vidya Mandir School (SVM), Chhanikhori, Dist. Kullu, Himachal Pradesh	2020-21	12 months	Rs.1.20 million	Rs.1.20 million	Rs.1.20 million	Completed
2.	Education	Construction of "Government School Building" for Gram Panchayat at Village Prini	2020-21	36 months	Rs.24 million	Rs.3.74 million	Rs.4.47 million	Ongoing
TOTAL					Rs.25.20 million	Rs.4.94 million	Rs.5.67 million	

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): As mentioned below:

S. No.	Name of Asset	Machineries
(a)	Date of creation or acquisition of the capital asset(s).	23 rd March 2022
(b)	Amount of CSR spent for creation or acquisition of capital asset.	Rs.0.62 million
(c)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	New Aajivika Self Help Group, a society registered under The Societies Registration Act. This organization is making organic confectionery items from fruits and vegetables and the machinery provided by the company has helped them increase their output and reach to more locations. The products of their organization was very well appreciated in various states of Northern India.
(d)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	Details of Capital Assets provided: - Automatic Peda Making Machine (Double Sensor, SS-316) - MPP Model V120TR - Hydraulic Press - Inspection & Working Table - Display Counter Refrigerated with Trays Complete address & location: New Aajivika Self Help Group, Village Gagal, P.O. Bharmoti, Tehsil Nadaun, Dist. Hamirpur, Himachal Pradesh

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):) : Not Applicable

INDEPENDENT AUDITORS' REPORT (Standalone)

To The Members of Malana Power Company Limited

Report on the Audit of the Standalone Financial Statements Opinion

We have audited the accompanying standalone financial statements of Malana Power Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit, total comprehensive Income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to Note 31.1 (ii) of the standalone financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL).

Our opinion is not modified in respect of this matter.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the standalone financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

- In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive loss, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise

professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and

explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. <<refer note 31.1 to the standalone financial statements>>
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. <<refer note 31.2 to the standalone financial statements>>
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. <<refer note 19 to the standalone financial statements>>
 - iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 40 (vii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly

lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the note 40 (viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity (ies).

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The interim dividend declared and paid by the Company during the year is in accordance with section 123 of the Act. <<refer note 42 to the standalone financial statements>>
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Vikas Khurana

(Partner)

(Membership No.503760)

(UDIN: 22503760AIUBIE2209)

Place: Gurugram

Date: May 11, 2022

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Malana Power Company Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal

control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note") and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note.

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Vikas Khurana

(Partner)

(Membership No.503760)

(UDIN: 22503760AIUBIE2209)

Place: Gurugram

Date: May 11, 2022

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The property, plant and equipment were physically verified during the year by the management which, in our opinion, provides for physical verification at reasonable intervals. According to the information and explanations given to us, no discrepancies were noticed on such verification.
- (c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment, according to the information and explanations given to us and based on the examination of the award letter and

certificate of mutation provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date. Further, immovable properties of land and buildings whose title deeds have been pledged as security for term loans are held in the name of the Company based on the confirmation received from IDBI Trusteeship Services Limited (the security trustee).

- (d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventories were physically verified (except for stock lying with third party) during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stock held with the third parties at the year end, written confirmation has been obtained. No discrepancies of ten percent or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) (a) The Company has granted loans to employees, unsecured but has not made any investments in, provided any guarantee or security or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year-

Amount in ` lakhs

Particulars	Loans
A. Aggregate amount provided during the year	31.46
- Others (employees)	
B. Balance outstanding as at balance sheet date in respect of above cases*	19.15
- Others (employees)	

*The amounts reported are at gross amounts, without considering provisions made.

- (b) The terms and conditions of the grant of all the above-mentioned loans granted, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.

- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.
- (iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant

to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

- (vii) (a) Undisputed statutory dues, including Income Tax, Goods and Services tax, Provident Fund, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities though there has been a delay in respect of remittance of Income Tax and Provident Fund dues. We have been informed that the provisions of the Employees' State Insurance Act, 1948, Sales Tax, Services Tax, duty of Customs, duty of Excise, Value Added Tax are not applicable to the Company.

There were no undisputed amounts payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Services Tax, duty of Customs, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below:

Name of statute	Nature of dispute	Forum where dispute is pending	Period to which amount relates	Amount involved (` in lakhs)	Amount unpaid (` in lakhs)
Income Tax Act, 1961	Income-tax	High Court	(A/Y) 2009-10, 2011-12	102.82	102.82
Income Tax Act, 1961	Income-tax	CIT (Appeals)	(A/Y) 2013-14	71.19	60.51
Income Tax Act, 1961	Income-tax	Income Tax Appellate Tribunal	(A/Y) 2012-13, 2014-15	39.87	39.87

- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The Company has not raised any funds on short-term basis and hence reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company has not made any investment in or given any new loan or advances to its subsidiaries during the year and the Company do not have any associate or joint venture. Hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the

year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.

- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
(b) We have considered the internal audit reports issued to the Company during the year and covering the period up to December 31, 2021 and the draft of the internal audit reports were issued after the balance sheet date covering the period January 1, 2022 to March 31, 2022 for the period under audit.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company, subsidiary company or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the

financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) (a) There are no unspent amounts in respect of other than ongoing projects as on March 31, 2022. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
(b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount, to a Special account before the date of this report and within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the Act.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Vikas Khurana
(Partner)
(Membership No.503760)
(UDIN: 22503760AIUBIE2209)

Place: Gurugram
Date: May 11, 2022

BALANCE SHEET AS AT MARCH 31, 2022 (Standalone)

		(` in Lakhs)	
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	3	10,278.89	10,686.99
(b) Intangible assets	4	5.21	6.21
(c) Financial assets			
(i) Investments	5	99,226.32	104,471.45
(ii) Trade receivables	10	388.11	475.39
(iii) Loans	6	14,624.08	14,615.15
(iv) Others	7	1,863.14	4,923.14
(d) Non-current tax assets	13	65.72	51.60
(e) Other non-current assets	8	12.02	12.02
		126,463.49	135,241.95
2 Current assets			
(a) Inventories	9	430.40	309.00
(b) Financial assets			
(i) Trade receivables	10	400.67	59.03
(ii) Cash and cash equivalents	11	919.30	238.81
(iii) Bank balances other than (ii) above	12	4,470.18	2,095.18
(iv) Loans	6	9.79	15.96
(v) Others	7	6,146.00	15.12
(c) Other current assets	8	181.83	76.55
		12,558.17	2,809.65
Total Assets		139,021.66	138,051.60
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	15	14,752.57	14,752.57
(b) Other equity	16	121,331.57	113,694.11
Total Equity		136,084.14	128,446.68
LIABILITIES			
1 Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	14	-	7,055.07
(b) Provisions	17	124.88	116.95
(c) Deferred tax liabilities (net)	18	1,269.36	702.77
		1,394.24	7,874.79
2 Current liabilities			
(a) Financial liabilities			
(i) Short term borrowings	14	-	1,205.02
(ii) Trade payables	19		
- total outstanding dues of micro and small enterprises		-	-
- total outstanding dues of creditors other than micro and small enterprises		615.22	290.97
(iii) Other financial liabilities	20	34.78	37.91
(b) Provisions	17	64.34	55.02
(c) Current tax liabilities	13	785.31	110.88
(d) Other current liabilities	21	43.63	30.33
		1,543.28	1,730.13
Total Equity and Liabilities		139,021.66	138,051.60

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjhunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : May 02, 2022

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Gurugram
Date : May 11, 2022

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022 (Standalone)

		(` in Lakhs)	
Particulars	Note No.	Year ended March 31, 2022	Year ended March 31, 2021
I Revenue from operations	22	11,392.96	7,348.08
II Other Income	23	5,523.96	1,752.97
III Total Income (I+II)		16,916.92	9,101.05
IV Expenses			
Wheeling cost		554.25	691.93
Open access charges		800.53	573.14
Employee benefits expense	24	1,363.91	1,183.67
Finance costs	25	415.03	1,310.57
Depreciation and amortisation expenses	26	437.43	452.95
Other expenses	27	1,268.84	1,343.34
Total expenses		4,839.99	5,555.60
V Profit before tax (III-IV)		12,076.93	3,545.45
VI Tax expense/(benefit)			
(a) Current tax expense	28	2,756.54	1,135.50
(b) Deferred tax (credit)	28	(80.94)	(44.15)
(c) Tax related to earlier years	28	-	208.45
Income tax expense		2,675.60	1,299.80
VII Profit for the year (V-VI)		9,401.33	2,245.65
VIII Other comprehensive income			
Items that will not to be reclassified subsequently to profit or loss:			
- Re-measurement gains on defined benefit plans		9.08	20.01
- Income Tax relating Re-measurement gains on defined benefit plans		(2.64)	(5.83)
Other comprehensive Income for the year		6.44	14.18
IX Total comprehensive income for the year, net of tax (VII+VIII)		9,407.77	2,259.83
Earnings per equity share (of ` 10/- each)			
Basic (in `)	29	6.38	1.52
Diluted (in `)	29	6.38	1.52

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
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Executive Director, CEO and CFO
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Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022 (Standalone)

A. Equity Share Capital

1 Current reporting period

(` in lakhs)

Particulars	Balance as at April 01, 2021	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2021	Changes in equity share capital during the current year	Balance as at March 31, 2022
Authorised					
16,00,00,000 equity shares of ` 10 each	16,000.00	-	16,000.00	-	16,000.00
Issued, Subscribed and fully paid-up					
14,75,25,731 equity shares of ` 10 each fully paid	14,752.57	-	14,752.57	-	14,752.57

2 Previous reporting period

(` in lakhs)

Particulars	Balance as at April 01, 2020	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2020	Changes in equity share capital during the current year	Balance as at March 31, 2021
Authorised					
16,00,00,000 equity shares of ` 10 each	16,000.00	-	16,000.00	-	16,000.00
Issued, Subscribed and fully paid-up					
14,75,25,731 equity shares of ` 10 each fully paid	14,752.57	-	14,752.57	-	14,752.57

B. Other Equity

1 Current reporting period

(` in lakhs)

Particulars	Reserves and Surplus		Total
	Securities Premium	Retained earnings	
Balance as at April 01, 2021	32,545.67	81,148.44	113,694.11
Profit for the year	-	9,401.33	9,401.33
Other comprehensive income during the year, net of tax		6.44	6.44
Total	32,545.67	90,556.21	123,101.88
Interim dividend paid during the year (Refer Note 42)	-	(1,770.31)	(1,770.31)
Balance as at March 31, 2022	32,545.67	88,785.90	121,331.57

2 Previous reporting period

(` in lakhs)

Particulars	Reserves and Surplus		Total
	Securities Premium	Retained earnings	
Balance as at April 01, 2020	32,545.67	80,953.97	113,499.64
Profit for the year	-	2,245.65	2,245.65
Other comprehensive income during the year, net of tax	-	14.18	14.18
Total	32,545.67	83,213.80	115,759.47
Interim dividend paid during the year 2020-21		(2,065.36)	(2,065.36)
Balance as at March 31, 2021	32,545.67	81,148.44	113,694.11

Nature and Description of Reserves:

(i) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) **Retained earnings:-**

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana

Partner

Place : Gurugram
Date : May 11, 2022

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjhunwala

Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera

Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : May 02, 2022

Rahul Varshney

Director
DIN:- 03516721

Arvind Gupta

Company Secretary
M.No.:- F7690

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022 (Standalone)

Particular	(` in Lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash flow from operating activities		
Profit before tax	12,076.93	3,545.45
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expenses	437.43	452.95
Loss/(Gain) on disposal of property, plant and equipment	0.51	(1.45)
Finance cost	415.03	1,310.57
Interest income	(1,523.78)	(1,488.84)
Provision written back (Refer Note 34)	(3,060.00)	-
Working Capital Adjustments:		
Increase in trade receivables	(254.36)	(102.52)
(Increase)/Decrease in financial assets - loans	(2.76)	20.13
Decrease in other financial assets	-	3.78
(Increase)/Decrease in other current assets	(112.18)	31.50
(Increase)/Decrease in Inventories	(121.40)	22.06
Increase in trade payables	324.25	79.89
(Decrease)/Increase in other financial liabilities	(3.13)	5.35
(Decrease)/Increase in provisions	26.33	(20.68)
(Decrease)/Increase in other current liabilities	13.30	(15.08)
Cash generated from operations	8,216.17	3,843.11
Income-tax paid	(1,449.40)	(578.01)
Net cash flow from Operating Activities	6,766.77	3,265.10
B. Cash flow from investing activities		
Purchase of property, plant and equipment.	(35.33)	(63.36)
Proceeds from sale of property, plant and equipment	6.49	6.68
Interest received during the year	1,519.80	7,693.30
Receipt from deemed equity investment during the year [Refer Note 35 (ii)]	5,245.13	-
Fixed deposits placed during the year	(4,440.00)	(17,660.00)
Fixed deposits matured during the year	2,065.00	15,595.00
Net cash flow from Investing Activities	4,361.09	5,571.62
C. Cash flow from financing activities		
Repayments of borrowings	(8,260.09)	(6,401.38)
Interim dividend paid during the year	(1,770.31)	(2,065.36)
Interest paid	(416.97)	(1,312.41)
Net cash (used) in financing activities	(10,447.37)	(9,779.15)
Net increase in cash and cash equivalent	680.49	(942.43)
Cash and cash equivalent at the beginning of the year	238.81	1,181.24
Cash and Cash equivalent at the end of the year (Refer Note No. 11)	919.30	238.81

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1 CORPORATE INFORMATION

Malana Power Company Limited (hereinafter referred to as 'the Company') is engaged in the generation of hydroelectric power and development of hydro power projects. The Company has set up 86 MW hydroelectric power generation project. The Company has the necessary permission from the Government of Himachal Pradesh to own, operate & maintain the project and sell power for a period of forty years from the date of commercial operation i.e. July 5, 2001 with the option to avail a further extension for a maximum period of twenty years after renegotiation of terms and conditions.

The Company is a company limited by shares incorporated in India. Its parent and ultimate holding Company is Bhilwara Energy Limited.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.2 Summary of significant accounting policies

a. Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects both current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I Service Concession Arrangements

Management has assessed applicability of Appendix D of Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II Useful lives and residual value of property, plant and equipment, intangible assets

Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed periodically, including at each financial year end.

III Deferred tax assets

The Company reviews the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and recognized to the extent that it is probable that sufficient taxable profits will be available to utilize the deferred tax asset including MAT.

IV Claims and Litigations

The Company is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Company reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Company establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Company's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Company evaluates, among other factors, the degree of probability of an unfavourable outcome and the ability to make a reasonable estimate

of the amount of the loss. The Company does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Company determined that there were no matters that required an accrual as of March 31, 2022 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

V Impairment Assessment

At each reporting date, the Company reviews the carrying amounts of its PPE, investment in subsidiary and loan to subsidiary to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is an indication at the end of a reporting period that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount.

b. Revenue Recognition

The Company recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Company's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectability is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Unscheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis.

In an arrangements where the Company sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Company has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Company expects to be entitled from a customer, net of returns and allowances, discounts, volume rebates and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER) and I-REC

The Company recognize carbon emission reduction "VER" income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain these carbon emission reduction. The Company recognise VER value at average price of open contract for sale of VER with customers.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

c. Inventory Valuation

Inventories comprising of components, stores and spares are valued at cost.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

d. Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The Company has used the following useful life to provide depreciation on its Property, Plant and Equipment.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Dam, Reservoir, Barrage etc)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipment's	3-6
Office equipment's	5

e. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years. The Company has considered the useful life of 3 years to provide amortization on Software.

The intangible assets are assessed for impairment whenever there is indication that the intangible assets may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

f. Leases

The Company assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (1) The contract involves the use of an identified asset,
- (2) The Company has substantially all of the economic benefits from use of the identified asset,
- (3) The Company has the right to direct the use of the identified asset.

Company as a lessee

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

Leases where the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

g. Impairment of Non-Financial Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using weighted average cost of capital that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses (if any) are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount.

h. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Equity instrument in subsidiary carried at cost.

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in the finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

As at March 31, 2022, the Company does not have any debt instrument measured at FVTPL or FVTOCI.

Equity investments

All equity investment (other than equity investment in subsidiary) in scope of Ind AS 109 are measured at fair value. Equity instruments in subsidiary are carried at cost in financial Statements less impairments, if any. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's standalone balance sheet) when:

- The contractual rights to receive cash flows from the asset have expired, or
- When the Company transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralized borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is reclassified to profit or loss. In contrast, on derecognition of an investment in an equity instrument which the Company has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is not reclassified to profit or loss, but is transferred to retained earnings.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- b) Trade receivables or any contractual right to receive cash or another financial asset

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L).

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts

Financial guarantees issued by the Company on behalf of subsidiary company are integral part of the debt instrument. Hence, no accounting has been done separately in the standalone financial statements.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i. Foreign currency

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

j. Retirement and other employee benefits

1 Defined Contribution Plan:

1. Provident Fund: Contribution are made to the regulatory authorities and are recognised as employee benefits expense in the statement of profit and loss as and when due. This benefits is classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.
2. Superannuation Fund: Contribution towards Superannuation Fund is administered by a trust set up by the Company, which is recognized by the Income Tax authorities. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

2 Defined Benefit Plan:**Gratuity**

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with ICICI Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Company contributes to the Company Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in notes to standalone financial statements.

The Company recognises the following changes in the net defined benefit obligation under Employee benefit expense in statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:**Compensated Absences**

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

k. Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

l. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

m. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

n. Contingent Liability

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

o. Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

p. Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

q. Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on the reporting date, the Company does not have any financial instrument which has been measured either through FVTPL or FVTOCI.

r. Current versus Non-Current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- 1 Expected to be realised or intended to be sold or consumed in normal operating cycle
- 2 Held primarily for the purpose of trading

- 3 Expected to be realised within twelve months after the reporting period, or
- 4 Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- 1 It is expected to be settled in normal operating cycle
- 2 It is held primarily for the purpose of trading
- 3 It is due to be settled within twelve months after the reporting period, or
- 4 There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

s. Going Concern

The directors have, at the time of approving the standalone financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the standalone financial statements.

t. Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

u. Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) the nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) the instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the standalone financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21 related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on standalone financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for Financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations- The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.

- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.
- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework.
- (vi) Ind AS 106 Exploration for and evaluation of mineral resources; Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting- The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the standalone financial statements of the Company.

3 PROPERTY, PLANT & EQUIPMENT

(` in Lakhs)

Particulars	Hydraulic Work	Building Bridges and Roads	Computers & Networks	Electric Installations	Freehold Land	Furniture and Fixtures	Office Equipments	Plant & Equipment	Transmission Line	Vehicles	Total
Gross Block											
As at April 1, 2020	18,427.27	3,267.04	51.83	141.38	213.36	44.93	70.58	9,381.98	1,996.71	145.37	33,740.45
Additions	-	-	3.81	-	-	2.20	9.08	8.73	-	39.54	63.36
Disposals	-	-	14.37	0.55	-	1.10	1.64	-	-	19.22	36.88
As at March 31, 2021	18,427.27	3,267.04	41.27	140.83	213.36	46.03	78.02	9,390.71	1,996.71	165.69	33,766.93
Additions	-	-	3.85	-	-	2.60	7.78	0.14	-	20.96	35.33
Disposals	-	-	2.88	0.06	-	3.38	0.86	-	-	13.26	20.44
As at March 31, 2022	18,427.27	3,267.04	42.24	140.77	213.36	45.25	84.94	9,390.85	1,996.71	173.39	33,781.82
Accumulated Depreciation											
As at April 1, 2020	12,469.29	1,862.46	34.85	135.86	-	32.64	53.08	6,570.35	1,457.42	60.83	22,676.78
Charge for the year	236.75	34.00	7.79	0.10	-	1.30	4.92	113.00	20.66	16.29	434.81
Disposals	-	-	13.89	0.52	-	0.93	1.56	-	-	14.75	31.65
As at March 31, 2021	12,706.04	1,896.46	28.75	135.44	-	33.01	56.44	6,683.35	1,478.08	62.37	23,079.94
Charge for the year	236.75	34.00	5.90	0.07	-	1.56	5.45	113.53	20.66	18.51	436.43
Disposals	-	-	2.52	0.06	-	2.16	0.82	-	-	7.88	13.44
As at March 31, 2022	12,942.79	1,930.46	32.13	135.45	-	32.41	61.07	6,796.88	1,498.74	73.00	23,502.93
Net Block											
As at March 31, 2021	5,721.23	1,370.58	12.52	5.39	213.36	13.02	21.58	2,707.36	518.63	103.32	10,686.99
As at March 31, 2022	5,484.48	1,336.58	10.11	5.32	213.36	12.84	23.87	2,593.97	497.97	100.39	10,278.89

Notes :

All the assets are owned by the Company except as mentioned otherwise:

- 1) Building, bridges and roads includes cost of road ` 1,228.38 lakhs (Previous year ` 1,228.38 lakhs) having written down value of ` 61.42 lakhs (previous year ` 61.42 lakhs) constructed on forest land diverted for the project.
- 2) Transmission Lines includes ` 41.81 lakhs (Previous year ` 41.81 lakhs) and accumulated depreciation of ` 21.55 lakhs as on March 31, 2022 (including depreciation charged during the period is of ` 1.05 lakhs) towards cost of land and compensation paid to Forest Department for construction of Transmission towers under irrevocable right to use.

4 INTANGIBLE ASSET

(` in Lakhs)

Particulars	Computer software	Total
Gross Block		
As at April 1, 2020	104.76	104.76
Additions	-	-
Disposals	-	-
As at March 31, 2021	104.76	104.76
Addition	-	-
Disposals	-	-
As at March 31, 2022	104.76	104.76
Accumulated Amortisation		
As at April 1, 2020	80.41	80.41
Charge for the year	18.14	18.14
Disposals	-	-
As at March 31, 2021	98.55	98.55
Charge for the year	1.00	1.00
Disposals	-	-
As at March 31, 2022	99.55	99.55
Net Block		
As at March 31, 2021	6.21	6.21
As at March 31, 2022	5.21	5.21

5. INVESTMENTS (NON CURRENT)

(` in lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	Quantity (Nos.)	Amount (` in lakhs)	Quantity (Nos.)	Amount (` in lakhs)
Unquoted investment- In subsidiary at cost				
49,29,55,640 (Previous year 49,29,55,640) equity shares of ` 10 each fully paid of AD Hydro Power Limited (including beneficial owner of 49,890 shares) (pledged with security trustee on behalf of lenders of AD Hydro Power Limited)	492,955,640	49,295.56	492,955,640	49,295.56
Add: Deemed Equity Investment in subsidiary Company [Refer Note 35 (ii)]		55,175.89		55,175.89
Less: Receipt from deemed equity investment during the year [Refer Note 35 (ii)]		(5,245.13)		-
Total	492,955,640	99,226.32	492,955,640	104,471.45

6. LOANS

(` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good (Measured at amortised cost)				
a) Loan to subsidiary company#	14,600.00	46,380.00	-	-
Less: Reclassified to Deemed Equity investment in subsidiary Company [Refer Note 35 (ii)]	-	(31,780.00)		
Net loans to subsidiary Company	14,600.00	14,600.00		
b) Loan to employees	24.08	15.15	9.79	15.96
Total	14,624.08	14,615.15	9.79	15.96

#The loan granted is repayable only once all obligations to the outside lenders have been paid and discharged in full and the interest thereon is payable as per the conditions stipulated in the financing agreements with the subsidiary. Also Refer note 35 (i) and (ii).

7. OTHER FINANCIAL ASSETS

(` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
a) Advance for Bara Banghal project [including ` 681.84 lakhs (previous year ` 681.84 lakhs) towards consultancy and other expenses on the project] (Refer Note no. 34)				
- Unsecured, considered good 6,120	-	3,060.00	6,120.00	-
Less: Reclassified to current other financial assets (6,120)				
- Unsecured, considered doubtful	681.84	3,741.84	-	-
Less : Provision for doubtful receivables	-	(3,741.84)	-	-
Less: Written off during the year	(681.84)	-	-	-
Total (a)	-	3,060.00	6,120.00	-
b) Others - Unsecured, considered good				
- Recoverable from Himachal Pradesh State Electricity Board Limited (Net)*	1,863.14	1,863.14	6.90	-
- Interest accrued on banks deposits	-	-	19.10	15.12
- Interest accrued on loan given to subsidiary company	-	23,395.89	-	-
Less: Reclassified to Deemed Equity investment in subsidiary Company [Refer Note 35 (ii)]	-	(23,395.89)		
Net interest accrued on loan given to subsidiary Company	-	-		
Total (b)	1,863.14	1,863.14	26.00	15.12
Total (a+b)	1,863.14	4,923.14	6,146.00	15.12

* In relation to wheeling charges matter (as fully described in Note 31.1(ii)), during earlier years, the High Court of Himachal

Pradesh directed the Company ("MPCL") to deposit ` 1,000 lakhs with the registry of the Court, which was deposited by MPCL on January 24, 2018. Thereafter, Hon'ble Supreme Court vide order dated July 22, 2019 directed MPCL to further deposit ` 1,816.75 lakhs with HPSEBL, which MPCL deposited on August 14, 2019. Also, the Company has payable balance to HPSEBL related to wheeling charges amounting ` 953.61 Lakhs which has been off setted by the Company against the aforementioned deposits as HPSEBL has withdrawn ` 1,000 lakhs from the High court of Himachal Pradesh (as it was permitted to do so). Net balance of ` 1,863.14 (Previous year ` 1,863.14 lakhs) has been disclosed in other financial assets as on March 31, 2022.

8. OTHER NON CURRENT AND CURRENT ASSETS (` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Others				
- Security deposits	4.02	4.02	-	-
- Advances recoverable	-	-	124.22	10.22
- Prepaid expenses	6.95	8.00	52.50	50.84
- Advances to employees	1.05	-	5.11	15.49
Total other assets	12.02	12.02	181.83	76.55

9. INVENTORIES (AT COST) (` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Stores and spares*	430.40	309.00
Total	430.40	309.00

* Includes store lying with third parties ` 17.51 lakhs (previous year ` 0.43 lakhs)

10. TRADE RECEIVABLES (` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Trade receivables				
Unsecured, considered good*	388.11	475.39	400.67	59.03
Less : Provision for expected credit loss	-	-	-	-
	388.11	475.39	400.67	59.03

*The Company has receivables balance from HPSEBL for usage of transmission line amounting ` 388.11 Lakhs (Previous year ` 475.39 lakhs). The amount is fully recoverable which will be received once the matter mentioned in footnote to Note 7(b) and 31.1(ii) will be finally disposed off. During the year, the Company has written off amount of ` 124.93 against State Transmission Utility ("STU") income from HPSEB in view of prolonged litigation and no chances of recovering this amount.

Note : The average credit period for the Company's receivables from its generation 5 to 7 days and transmission business is in the range of 30 to 60 days.

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	-	-	-	-
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	13.34	19.24	23.86	73.37	80.04	178.26	388.11
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	13.34	19.24	23.86	73.37	80.04	178.26	388.11

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2021	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	-	-	-	-	-	-	-
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	5.45	-	13.34	73.37	80.04	303.19	475.39
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	5.45	-	13.34	73.37	80.04	303.19	475.39

Trade Receivables Ageing Schedule- Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	400.08	0.16	0.43	-	-	-	400.67
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	400.08	0.16	0.43	-	-	-	400.67

Trade Receivables Ageing Schedule- Current

As at March 31, 2021	Not Due	Outstanding for following periods from due date					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	59.03	-	-	-	-	-	59.03
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	59.03	-	-	-	-	-	59.03

11. CASH AND CASH EQUIVALENTS

(` in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
(a) Balances with banks :		
- In Current Accounts	14.51	76.08
- In Deposit Accounts (with original maturity less than 3 months)	902.65	159.59
(b) Cash on hand	2.14	3.14
Total	919.30	238.81

12. BANK BALANCES (OTHER THAN CASH AND CASH EQUIVALENTS) (₹ in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
In Deposit Accounts		
(a) Earmarked (kept as margin money against payment of wheeling charges)	30.18	30.18
(b) In deposit account (with original maturity more than 3 months and less than 12 months)	4,440.00	2,065.00
Total	4,470.18	2,095.18

13. TAX ASSETS / (LIABILITIES) (₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Advance Income Tax (net of provisions of ₹ 9,833.19 lakhs, ₹ 9,210.23 lakhs in 2020-21)	65.72	51.60	-	-
Provision for Income Tax	-	-	(785.31)	(110.88)
Tax assets / (liabilities)	65.72	51.60	(785.31)	(110.88)

14. NON-CURRENT BORROWINGS* (₹ in lakhs)

Particulars	Non-current	
	As at March 31, 2022	As at March 31, 2021
Secured-Measured at amortised cost		
Term Loans		
From banks (secured)	-	3,593.61
From financial institution (secured)	-	4,666.48
Current Maturities of long term borrowings	-	(1,205.02)
Total	-	7,055.07

Security terms :**(i) ICICI Bank Limited**

The Company had taken Indian Rupee term loans from ICICI Bank Limited carrying interest @ 7.15% per annum (previous year Nil) fixed for one year, thereafter floating rate of "I-MCLR-3M" which shall reset at the end of every 3 months and "Spread" at the end of every 1 year secured against the first pari passu mortgage of all immovable properties (excluding any forest land), charge by way of hypothecation of all borrower's movable fixed assets, both present and future, a first pari passu charge by way of hypothecation on all their book debts, both present and future and first pari passu charge on all the borrower's bank accounts.

(ii) NIIF Infrastructure Finance Ltd

The Company has taken Indian Rupee term loans from NIIF Infrastructure Finance Ltd. carrying interest @ 9.65% per annum (previous Year @9.65%) fixed for 5 years secured against first mortgage and charge on the movable and immovable assets both present and future on pari passu basis.

* During the current year, the Company has fully prepaid the borrowings taken from ICICI Bank Limited and NIIF-Infrastructure Finance Ltd..

15. SHARE CAPITAL (₹ in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
16,00,00,000 (previous year 16,00,00,000) equity shares of ₹ 10 each	16,000.00	16,000.00
Issued, Subscribed and fully paid-up		
14,75,25,731 (previous year 14,75,25,731) equity shares of ₹ 10 each fully paid	14,752.57	14,752.57
Total	14,752.57	14,752.57

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Shares outstanding at the beginning of the year	147,525,731	14,752.57	147,525,731	14,752.57
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	147,525,731	14,752.57	147,525,731	14,752.57

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding company

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Bhilwara Energy Limited, the holding company	75,238,123	7,523.80	75,238,123	7,523.80

(d) Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% Holding	No. of shares	% Holding
Name of the Share Holders				
Bhilwara Energy Limited	75,238,123	51.00%	75,238,123	51.00%
Statkraft Holding Singapore Pte Limited	72,287,608	49.00%	72,287,608	49.00%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

(e) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	Bhilwara Energy Limited	75,238,123	51%	75,238,123	51%
	Statkraft Holding Singapore Pte Limited	72,287,608	49%	72,287,608	49%
Total		147,525,731	100%	147,525,731	100%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

16. OTHER EQUITY

Particulars	(₹ in lakhs)
(i) Securities premium	
Balance as at March 31, 2020	32,545.67
Additions during the year	-
Balance as at March 31, 2021	32,545.67
Additions during the year	-
Balance as at March 31, 2022	32,545.67
(ii) Retained earnings	
Balance as at March 31, 2020	80,953.97
Profit for the year	2,245.65
Other comprehensive profit for the year, net of tax	14.18
Interim dividend paid during the year (₹ 1.40 per share)	(2,065.36)
Balance as at March 31, 2021	81,148.44
Profit for the year	9,401.33
Other comprehensive profit for the year, net of tax	6.44
Interim dividend paid during the year (₹ 1.20 per share)	(1,770.31)
Balance as at March 31, 2022	88,785.90

Nature and Description of Reserves:

(i) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) **Retained earnings:-**

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

17. PROVISIONS

(` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits				
Provision for gratuity (Refer Note No. 33.3)	-	-	9.66	1.28
Provision for compensated absences (Refer Note No. 33.3)	124.88	116.95	54.68	53.74
Total	124.88	116.95	64.34	55.02

18. DEFERRED TAX ASSETS / LIABILITIES (NET)

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
A. Tax effects of items constituting deferred tax liability:		
Property, plant & equipment	2,422.34	2,491.57
Total Deferred tax liability (A)	2,422.34	2,491.57
B. Tax effects of items constituting deferred tax assets:		
Others	(61.86)	(52.79)
MAT Credit entitlement	(1,091.12)	(1,736.01)
Total Deferred tax asset (B)	(1,152.98)	(1,788.80)
Net Deferred tax liability (A+B)	1,269.36	702.77

19. TRADE PAYABLES *

(` in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Trade payable		
- total outstanding dues of micro and small enterprises (Refer note below)	-	-
- total outstanding dues of creditors other than micro and small enterprises	615.22	290.97
Total	615.22	290.97

*There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises ("MSME") Development Act, 2006

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Note: Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade payable							
MSME	-	-	-	-	-	-	-
Others	161.60	-	341.12	91.78	1.36	19.36	615.22
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	161.60	-	341.12	91.78	1.36	19.36	615.22

Ageing for trade payable outstanding as at March 31, 2021 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade payable							
MSME	-	-	-	-	-	-	-
Others	204.34	-	63.84	2.46	0.86	19.47	290.97
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	204.34	-	63.84	2.46	0.86	19.47	290.97

20. OTHER FINANCIAL LIABILITIES

(` in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
b) Sundry deposits	34.78	35.97
c) Interest accrued but not due on loan from financial institution	-	1.94
Total	34.78	37.91

21. OTHER LIABILITIES

(` in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Statutory liabilities	43.63	30.33
Total	43.63	30.33

22. REVENUE FROM OPERATIONS

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Revenue from power supply (net)	11,280.23	7,235.35
b) Revenue from Transmission income	112.73	112.73
Revenue from operations (net)	11,392.96	7,348.08

23. OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Interest income		
i) Financial assets held at amortised cost		
- Interest on bank deposits	128.84	93.56
- Interest on Subordinate debt [Refer Note No. 35 (ii)]	1,394.30	1,394.30
- Interest on employee loan	0.64	0.98
ii) Others		
- Interest on income tax refund	-	1.84
b) Others non operating income		
- Sale of emission reductions	-	117.20
- Insurance claim	937.69	87.19
- Provision no longer required written back (Ref. Note No. 34)	3,060.00	-
- Miscellaneous income	2.49	56.45
c) Others gain and losses		
- Gain on disposal of property, plant and equipment	-	1.45
Total	5,523.96	1,752.97

24. EMPLOYEE BENEFITS EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Salaries, wages and bonus	1,256.35	1,073.92
b) Contribution to provident and other funds (Refer Note No. 33.1)	49.27	45.57
c) Gratuity expenses (Refer Note No. 33.3)	18.74	21.29
d) Compensated absences expenses (Refer Note No. 33.3)	11.38	13.37
e) Workmen and staff welfare expenses	28.17	29.52
Total	1,363.91	1,183.67

25. FINANCE COSTS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Interest cost		
- Interest on term loans	414.68	1,296.21
- Interest on delayed payment of Income Tax	-	14.00
b) Other Borrowing cost		
- Bank charges	0.35	0.36
Total	415.03	1,310.57

26. DEPRECIATION AND AMORTISATION EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Depreciation on property, plant and equipment	436.43	434.81
b) Amortisation of intangible assets	1.00	18.14
Total	437.43	452.95

27. OTHER EXPENSE

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Stores, spares and other consumables	128.08	383.64
Rent expenses	16.71	16.71
Power and fuel	50.02	42.08
Repair and maintenance		
- Buildings	151.66	20.07
- Plant and machinery	158.94	150.29
- Others	21.69	13.73
Rates and taxes	0.28	0.32
Insurance	142.89	137.15
Payment to auditor	23.15	19.29
Communication costs	9.57	9.78
Printing and stationery	5.29	5.59
Travelling and conveyance	52.17	51.06
Membership fees and subscriptions	5.95	17.48
Legal and professional fees	93.63	146.39
Social welfare expenses	16.01	1.83
CSR expenses	150.40	188.70
Loss on disposal of property, plant and equipment	0.51	-
Bad Debts	124.93	-
Miscellaneous expenses	116.96	139.23
Total	1,268.84	1,343.34
Notes :		
(i) Payment to statutory auditors comprise (including indirect taxes)		
- Fees for Statutory Audit	12.98	10.03
- Fees for Limited Review	8.85	8.85
- For reimbursement of expenses	1.32	0.41
TOTAL	23.15	19.29
(ii) Corporate social responsibility expenditure		
Amount required to be spend as per section 135 of the Act	150.40	188.70
Amount spent during the year on :		
- Construction / acquisition of any asset	6.19	8.85
- Other purpose	46.21	51.85
TOTAL	52.40	60.70

Amount unspent during the year is ` 98 lakhs (Previous year ` 128 lakhs). During the year, the Company has spent ` 37.36 lakhs out of the previous year's unspent amount. The Company has transferred unspent Corporate Social Responsibility (CSR) amount, to a Special CSR escrow account before the date of this report and within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the Act.

The nature of activities for which CSR amount is spent includes :

Promotion of Health Care

Promotion of Education

Environment Sustainability and Ecological Balance

Women Empowerment

28. INCOME TAX EXPENSE

a) **Income tax recognised in statement of profit and loss** (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Current tax	2,756.54	1,135.50
Deferred tax	(80.94)	(44.15)
Tax related to earlier years	-	208.45
Total Income tax (credit)/expenses recognised in the current period	2,675.60	1,299.80

b) **The income tax expense for the year can be reconciled to the profit before tax as follows:**

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Accounting profit before tax	12,076.93	3,545.45
Profit/Loss before tax from a discontinued operation		
Accounting Profit before Income Tax	12,076.93	3,545.45
At India's statutory income tax rate of 29.12%	3,516.80	1,032.44
Tax effect of permanent differences:		
Tax effect of expenses that are not deductible for determining taxable profits	49.87	79.38
Tax effect of income from sale of emission reductions certificates taxable at lower rate	-	(20.47)
Tax effect of income on account of provision written back for bara banghal project	(891.07)	-
Tax related to earlier years	-	208.45
Income tax expenses reported in the Statement of Profit and Loss	2,675.60	1,299.80

29. EARNINGS PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Profit for the year attributable to owners of the Company (₹ in lakhs) (A)	9,407.77	2,259.83
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of shares in lakhs) (B)	1,475.26	1,475.26
Basic and diluted earning per share (A/B)	6.38	1.52

30. SEGMENT REPORTING

The Company's activities during the year involved generation of the hydro power (Refer Note 1). Also, the Company generates income from usage of its owned transmission line. Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

31. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)**31.1 Contingent Liabilities**

- (i) In respect of assessment years 2009-10 to 2014-15, the Assessing Officer (AO) had raised demands aggregating to ₹ 213.88 lakhs. The demand was based on disallowance of expenses under section 14A of the Income-tax Act, 1961 under MAT computation. The AO disallowed proportionate amount of deduction under section 80-IA stating that the investments made by the Company in the subsidiary is capable to earn exempted dividend income. Further, AO disallowed and denied Company's claim to treat the income from carbon credit as capital receipts. Based upon the favourable order passed by the Income tax authorities in the past in certain assessment year's appeal proceedings at the level of High court and ITAT, the Company is of the view that the above said demands are not tenable and hence no provision is required in the financial statements.
- (ii) On April 27, 2019, the Company received a provisional net demand of ₹ 8,069 Lacs in relation to wheeling charges for the period April 1, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC), which in the opinion of the Company is not in accordance with the agreement entered between the Company and HPSEB (now HPSEBL) in August 1999. In this regard, the Company has paid under protest an amount of ₹ 2,817 lacs. Based on the legal opinion obtained, the Company is of the view that demand is not legally tenable and would not result in any material liability on the Company for the period on or before March 2019 and accordingly has filed an appeal before Appellate tribunal (APTEL) on April 24, 2019, Electricity at New Delhi, which is pending adjudication with APTEL.

- (iii) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952.

Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company for the previous periods, if any, cannot be ascertained.

(iv) Financial Guarantee

The Company has provided Corporate/Default Guarantee to FIs/Banks for the loans extended by them to AD Hydro Power Limited (subsidiary company).

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) The amount of outstanding loans covered by such guarantees	7,436.65	18,866.61
b) Under the terms of the said guarantee the maximum amount for which the company may be contingently liable during the next 12 months	815.07	3,309.47

31.2 Commitments

- a) The Company has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura sub station to Nalagarh (i.e. interstate point - substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- b) At March 31, 2022, the Company has committed for non-disposal of its investment in subsidiary AD Hydro Power Limited to its lenders (similar commitment was there in the previous year also).

The Company does not have any other long term commitments of material non-cancellable contractual commitments/contracts including derivatives contract for which there were any material foreseeable losses.

32 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – "Related Party Disclosures" are as follow:

- a) Names of related parties and description of relationship

Description of relationship	Name of related party
Holding Company	Bhilwara Energy Limited
Subsidiary Company	AD Hydro Power Limited
Enterprise having significant influence over the company	Statkraft Holding Singapore PTE Limited
Fellow Subsidiary Company	Indo Canadian Consultancy Services Limited
Key Management Personnel	i) Mr. Ravi Jhunjunwala, Chairman & Managing Director ii) Mr. O.P Ajmera, Executive Director, CEO and CFO iii) Mr. Arvind Gupta*
Relatives of key management personnel	i) Mrs. Rita Jhunjunwala (wife of the Chairman & Managing Director) ii) Mr. Riju Jhunjunwala (son of the Chairman & Managing Director) iii) Mr. Rishabh Jhunjunwala (son of the Chairman & Managing Director)
Enterprises owned or significantly influenced by key management personnel or their relatives	i) HEG Limited, ii) RSWM Limited iii) Statkraft Markets Private Limited
Employee benefit funds	i) Malana Power company Limited Employees Gratuity Trust ii) Malana Power company Limited Sr. Executive Company Superannuation Scheme Trust

* As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

b) Names and details of transaction of related parties during the year are as follows:

Related party disclosures

Transaction with related parties												
Nature of Transaction	Holding Company/ Enterprises having significant influence over the Company		Subsidiary/Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprise over which key management personnel /relative having significant influence		Trust Under Common Control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year												
(i) Rent Paid												
a) Mrs.Rita Jhunjhunwala	-	-	-	-	-	-	20.09	19.16	-	-	-	-
b) Mr. Rishab Jhunjhunwala	-	-	-	-	-	-	19.50	18.59	-	-	-	-
c) Mr. Riju Jhunjhunwala	-	-	-	-	-	-	19.50	18.59	-	-	-	-
d) RSWM Limited	-	-	-	-	-	-	-	-	16.71	16.71	-	-
(ii) Remuneration paid												
a) Mr. Ravi Jhunjhunwala	-	-	-	-	314.94	219.11	-	-	-	-	-	-
b) Mr. O.P. Ajmera	-	-	-	-	269.55	218.06	-	-	-	-	-	-
c) Mr. Arvind Gupta	-	-	-	-	24.46	19.88	-	-	-	-	-	-
(iii) Reimbursement of expenses paid to:												
a) HEG Limited	-	-	-	-	-	-	-	-	2.48	5.27	-	-
b) RSWM Limited	-	-	-	-	-	-	-	-	14.77	9.58	-	-
c) Bhilwara Energy Limited	3.74	-	-	-	-	-	-	-	-	-	-	-
(iv) Material Sale :												
AD Hydro Power Limited	-	-	12.54	0.22	-	-	-	-	-	-	-	-
(v) Reimbursement of expenses recovered from:												
a) Bhilwara Energy Limited	82.33	72.36	-	-	-	-	-	-	-	-	-	-
b) AD Hydro Power Limited	-	-	-	0.14	-	-	-	-	-	-	-	-
(vi) Interest on unsecured loan given to :												
AD Hydro Power Limited	-	-	1,394.30	1,394.30	-	-	-	-	-	-	-	-
vii) Professional expenses paid to :												
Statkraft Market Pvt Ltd	17.36	28.15	-	-	-	-	-	-	-	-	-	-
viii)Contribution made in Trust:												
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	1.28	50.71
b) Malana Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	9.40	7.12

Transaction with related parties		(` in Lakhs)									
Nature of Transaction	Holding Company/ Enterprises having significant influence over the Company	Subsidiary/Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprise over which key management personnel /relative having significant influence		Trust Under Common Control	
		Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Previous Year	
(ix) Benefits paid on behalf of Trust:											
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-		4.68
Balances Receivable:											
a) Statkraft Market Private Limited	394.79	58.97	-	-	-	-	-	-	-		-
b) Bhilwara Energy Limited	-	2.46	-	-	-	-	-	-	-		-
c) Investment in AD Hydro Power Limited	-	-	99,226.32	104,471.45	-	-	-	-	-		-
d) Unsecured Loan given to AD Hydro Power Limited	-	-	14,600.00	14,600.00	-	-	-	-	-		-
g) Loan given to Mr.OP Ajmera	-	-	-	-	5.00	-	-	-	-		-
Balances Payable:											
a) Commission payable to Mr. Ravi Jhunjhunwala	-	-	-	139.40	51.48	-	-	-	-		-
Guarantees given by the Company :											
To the lenders of AD Hydro Power Limited in favour of IDBI Trustee acting as security trustee for senior lenders of AD Hydro Power Limited for the maximum amount for which the Company may be contingently liable during next 12 month.	-	-	815.07	-	-	-	-	-	-		-

* Remuneration paid does not include provision made for compensated absences and gratuity as the same are determined for the Company as a whole.

c) Compensation of Key Management Personnel (₹ in Lakhs)

Particulars	As at March 31, 2022				As at March 31, 2021			
	CMD	ED, CEO & CFO	CS	Total	CMD	ED, CEO & CFO	CS	Total
	Mr. Ravi Jhunjhunwala	Mr. O P Ajmera*	Mr. Arvind Gupta		Mr. Ravi Jhunjhunwala	Mr. O P Ajmera*	Mr. Arvind Gupta	
Short Term Benefit	303.12	256.07	21.93	581.12	207.84	205.86	17.87	431.57
Defined Contribution Plan#	11.82	13.48	2.53	27.83	11.27	12.20	2.01	25.48
Total	314.94	269.55	24.46	608.95	219.11	218.06	19.88	457.05

* out of total remuneration paid to Mr. O P Ajmera, ₹ 75.31 lakhs (Previous year ₹ 66.07 lakhs) has been recovered from Bhilwara Energy Limited.

excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

33 EMPLOYEE BENEFIT PLAN

33.1 Defined contribution plan

i) Superannuation Fund

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company does not carry any further obligations, apart from the contributions made on a monthly basis. The Company recognized ₹ 9.40 lakhs (previous year ₹ 5.62 lakhs) in the statement of profit and loss account. (refer note 24)

ii) Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 49.27 lakh (previous year ₹ 45.57 lakh) in the statement of profit and loss account. (refer note 24)

33.2 Details of defined benefit plan and long term employee benefit plan

i) Gratuity Fund

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for defining the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

33.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:

i) Current and Non – Current classification in Balance Sheet (₹ in Lakhs)

Particulars	As at March 31, 2022			As at March 31, 2021		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	54.68	124.88	179.56	53.74	116.95	170.69
Gratuity:						
- Present value of funded defined benefit obligation	-	-	415.65	-	-	383.76
Fair value of plan assets	-	-	405.99	-	-	382.48
Net defined benefit obligation	9.66	-	9.66	1.28	-	1.28

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment, received Presidential assent in September 2020. The Code has been published in the Gazette of India, however, the date on which the Code will come into effect is yet to be notified. The Company will assess the impact when Code and rules thereon will be notified and will record any related impact in the period the Code and rules thereon becomes effective.

ii) **Movement in the present value of defined benefit obligation** (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Present value of obligation as at the beginning of the period	383.76	340.56	170.69	161.95
Interest Cost	26.10	22.99	11.61	10.93
Current Service Cost	18.65	17.86	10.78	9.35
Benefits Paid	(2.57)	(4.69)	(2.51)	(4.63)
Acquisition/(Divestiture)	-	-	-	-
Actuarial (Gain)/Loss on obligation	(10.30)	7.03	(11.00)	(6.92)
Present value of obligation as at the End of the period	415.65	383.76	179.56	170.69

iii) **The amounts recognized in the Profit and Loss account** (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Service Cost	18.65	17.86	10.78	9.36
Net Interest Cost	0.09	3.42	11.61	10.93
Remeasurements	-	-	(11.00)	(6.92)
Expense recognized in the Income Statement	18.74	21.29	11.39	13.37

iv) **Amount recorded as Re-measurement (Gain) / Loss in Other Comprehensive Income (OCI)** (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2022	As at March 31, 2021
Actuarial (gain) / loss for the year on PBO	(10.30)	7.03
Actuarial (gain) /loss for the year on Asset	1.22	(27.04)
Defined benefit (gain)/loss recognized in other comprehensive income.	(9.08)	(20.01)

v) **Movement in the fair value of plan assets** (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2022	As at March 31, 2021
Fair value of plan assets at the beginning of the year	382.48	289.85
Expected return on plan assets	24.79	46.61
Employer contribution	1.28	50.71
Benefits paid	(2.57)	(4.69)
Fair value of plan assets at the end of the year	405.99	382.48

vi) **Major categories of plan assets (as percentage of total plan assets)** (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2022	As at March 31, 2021
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer *	100%	100%
Bank Balance	-	-
Total	100%	100%

* In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

vii) Principal Actuarial Assumptions (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
i) Discounting Rate	7.23	6.80	7.23	6.80
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60	60	60	60
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012 - 14)		100 % of IALM (2012 - 14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
18 to 30 Years	3.00	3.00	3.00	3.00
31 to 44 years	2.00	2.00	2.00	2.00
Above 44 years	1.00	1.00	1.00	1.00

Note:

- (a) Discount rate is based on the prevailing market yields of Govt. of India Securities as at Balance Sheet date for the estimated term of the obligations.
- (b) The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

		(₹ in Lakhs)
Particulars	Gratuity	
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period	415.65	
Impact due to increase of 0.50%	(10.20)	
Impact due to decrease of 0.50%	10.90	
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period	415.65	
Impact due to increase of 0.50%	11.03	
Impact due to decrease of 0.50%	(10.41)	

Note:

- (a) Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- (b) Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

ix) Maturity Profile of defined benefit obligation (₹ in Lakhs)

Expected cash flows for the next 10 years		Gratuity
0 to 1 Year	174.98	
1 to 2 Year	45.31	
2 to 3 Year	4.58	
3 to 4 Year	6.81	
4 to 5 Year	4.08	
5 to 6 Year	7.15	
6 Year onwards	172.73	

- 34 In respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the Company had bid and paid an upfront premium of ₹ 6,120 lakhs. The Company had decided to shelve off the project as the State Hydro Power Policy was not aligned with Ministry of Environment and Forest (MOEF) Policy of Government Of India which prohibits the implementation of a hydro power project in wild life /eco sensitive zone areas. In view of this, the Company had filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement.

The management had assessed that the amount was recoverable in full. The management had made a provision of 50% of the upfront premium i.e. ₹ 3,060 lakhs. Further, ₹ 681.84 lakhs which was paid towards consultancy and other expenses was also provided for. The provision was made as the management expected that the settlement will take long time. Subsequently, on April 06, 2022, the Company has received ₹ 6,120 lakhs as full and final settlement from the Government of Himachal Pradesh. Hence, the provision of ₹ 3,060 lakhs has been reversed. Also, the provision of ₹ 681.84 lakhs has been written off during the year.

35 INVESTMENT IN SUBSIDIARY AND LOAN TO SUBSIDIARY (ADHPL)

- (i) The Company has investment amounting to ₹ 99,226.32 lakhs (including Deemed Equity investment) in AD Hydro Power Limited (subsidiary company) and has unsecured loan receivables amounting to ₹ 14,600 lakhs as on March 31, 2022. Total balance recoverable from subsidiary company aggregates to ₹ 113,826.32 lakhs as on March 31, 2022.

As against this, net assets of the subsidiary company as on March 31, 2022 is ₹ 106,087.78 lakhs (excluding outstanding balance of unsecured loan from the Company). Considering the subsidiary company's financial performance and taking into consideration, the future projections and expected future cash flows from subsidiary's operations, the management is of the view that there is no impairment indicator in respect to the above investments and unsecured loans and hence are considered entirely recoverable.

- (ii) In 2009, the Company had given sub debt to ADHPL amounting to ₹ 46,380 lakhs at market interest rate and this sub debt was classified as Loans on transition to Ind AS based on intention of the parties at that point of time. During the previous year, the Company and ADHPL mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780 lakhs and accumulated interest of ₹ 23,395.89 lakhs on total debt as follows:

Interest on sub debt of ₹ 31,780 lakhs out of total sub debt of ₹ 46,380 lakhs will be Nil from April 01, 2020. At the discretion of ADHPL, ADHPL can repay ₹ 31,780 lakhs and ₹ 23,395.89 lakhs out of distributable profits of ADHPL and can be paid only after making dividend payments to the equity shareholders or as per the agreement signed between the Company, ADHPL and IFC.

Further, during FY 2021-2022 ADHPL has suo moto repaid ₹ 5,245.13 lakhs from deemed equity.

Based on the above modification, the Company has derecognized the loan asset and accumulated interest receivable and transferred the balances to investment in subsidiary and presented under "Deemed Equity Investment." The waiver of interest and modification of terms of the sub debt are not prejudicial to the interest of the Company considering the parent and subsidiary relationship.

The balance sub debt amounting to ₹ 14,600 lakhs carry interest rate of 9.55% per annum from FY 2020-2021.

36 FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

I Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

(i) Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:

(₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Variable rate borrowings	-	3,593.61
Fixed rate borrowings	-	4,666.48
Total	-	8,260.09

(ii) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarises the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2022 and March 31, 2021.

(₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Effect on Profit if Interest Rate - decrease by 25 basis points	-	2.28
Effect on Profit if Interest Rate - increases by 25 basis points	-	(2.28)

II Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no material transactions in foreign currency. Hence, no further disclosure is required under this section.

III Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

(b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

(i) Financial assets to which loss allowance is measured using lifetime /12 months Expected Credit Loss (ECL) as on March 31, 2022.

(` in Lakhs)

	As at March 31, 2022			As at March 31, 2021		
Financial assets to which loss allowance is measured using lifetime / 12 months Expected credit loss(ECL)	Gross Carrying Amount	Expected credit loss/ Write off	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss/ Write off	Carrying amount net of impairment provision
Long term loans and advances to Subsidiary Company	14,600.00	-	14,600.00	14,600.00	-	14,600.00
Loan to Employees	33.87	-	33.87	31.11	-	31.11
Advance for Bara Banghal project	6,801.84	681.84	6,120.00	6,801.84	3,741.84	3,060.00
Advance recoverable from HPSEBL	1,870.04	-	1,870.04	1,863.14	-	1,863.14
Trade receivables	788.78	-	788.78	534.42	-	534.42
Cash and Cash Equivalents	919.30	-	919.30	238.81	-	238.81
Bank Balance	4,470.18	-	4,470.18	2,095.18	-	2,095.18
Interest accrued on bank deposit	19.10	-	19.10	15.12	-	15.12
Security deposit	4.02	-	4.02	4.02	-	4.02

The Company is in the power generation sector. The Company on the basis of its past experience and expectation basis best information available on date is confident on realizing all of its dues from its customers. For the disputed debtors, the Company expects to receive the interest on receivables balance which has not been accrued in the books, hence there is no requirement to recognise ECL for time value of money.

(a) Liquidity risk

Liquidity risk is defined as the risk that the company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the Company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(` in Lakhs)

As at March 31, 2022	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	-	-	-	-
Trade payables	502.72	93.14	19.36	615.22
Sundry deposit	34.78	-	-	34.78
Interest accrued but not due on loan from financial institution	-	-	-	-

(` in Lakhs)

As at March 31, 2021	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	1,205.02	2,410.05	4,645.02	8,260.09
Trade payables	290.97	-	-	290.97
Sundry deposit	35.97	-	-	35.97
Interest accrued but not due on loan from financial institution	1.94	-	-	1.94

37 CAPITAL MANAGEMENT

(a) Risk management

The Company's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Net Debt	-	8,021.28
Total Equity	136,086.78	128,446.68
Net Debt to Equity Ratio	-	0.06

38 FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(` in lakhs)

Particulars	As at March 31, 2022				As at March 31, 2021			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Long term loans and advances to Subsidiary Company	-	-	14,600.00	14,600.00	-	-	14,600.00	14,600.00
Loan to Employees	-	-	33.87	33.87	-	-	31.11	31.11
Advance for Bara Banghal project	-	-	6,120.00	6,120.00	-	-	3,060.00	3,060.00
Advance recoverable from HPSEBL	-	-	1,870.04	1,870.04	-	-	1,863.14	1,863.14
Trade receivables	-	-	788.78	788.78	-	-	534.42	534.42
Cash and Cash Equivalents	-	-	919.30	919.30	-	-	238.81	238.81
Bank Balance	-	-	4,470.18	4,470.18	-	-	2,095.18	2,095.18
Interest accrued on bank deposit	-	-	19.10	19.10	-	-	15.12	15.12
Total financial assets	-	-	28,821.27	28,821.27	-	-	22,437.78	22,437.78
Borrowings	-	-	-	-	-	-	8,260.09	8,260.09
Trade Payables	-	-	615.22	615.22	-	-	290.97	290.97
Interest accrued but not due on loan from financial institution	-	-	-	-	-	-	1.94	1.94
Sundry deposit	-	-	34.78	34.78	-	-	35.97	35.97
Total financial liabilities	-	-	650.00	650.00	-	-	8,588.97	8,588.97

39 RATIOS

Particulars	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Variance (%)	Explanation-if change in ratio more than 25% from preceding year.
(a) Current ratio (in times)	Total current assets	Total current liabilities	8.14	1.62	402.47%	On account of increase in fixed deposits and corresponding decrease in current maturity of borrowings.
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	-	0.56	-100.00%	On account of repayment of entire borrowings during the current year.
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	adjustments Debt service = Interest and lease payments + Principal repayments	1.49	0.69	115.94%	Due to increase in net profit on account of increase in revenue and full repayment of borrowings during the year.
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	81.86%	24.03%	240.66%	Due to increase in profits made during the year on account of provision written back related to subsequent receipt of upfront premium related to Bara Banghal Project.
(e) Inventory turnover ratio	Cost of Good Sold	Average Inventory	3.66	3.32	10.24%	The change is less than 25% from the preceding year.
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	17.22	15.21	13.21%	The change is less than 25% from the preceding year.
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	2.80	5.35	-47.66%	Due to increase in trade payables on account of renovation works being done on Guest house and provision made for relinquishment charges during the year.
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e Total current assets Less Total Current liabilities)	1.88	7.55	-75.10%	On account of increase in fixed deposits and corresponding decrease in current maturity of borrowings.
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	106.00%	48.25%	119.69%	Variance is due to increase in profits made during the year on account of provision written back related to subsequent receipt of upfront premium related to Bara Banghal Project.
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	9.09%	3.76%	141.76%	Due to higher profits made during the year, return on capital employed has also increased.
(k) Return on investment. (in %)	Income generated from invested funds	Average invested funds in treasury investments	8.72%	1.86%	368.82%	Higher profits made by Subsidiary during the current year and hence the return on investment increased significantly.

40 OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

- (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

41 CORPORATE SOCIAL RESPONSIBILITY (CSR)

Where the company covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
(i) Amount required to be spent by the company during the year,	150.40	188.70
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	6.19	8.85
(b) On purposes other than (a) above	46.21	51.85
(iii) Shortfall at the end of the year,	98.00	128.00
(iv) Total of previous years shortfall,	91.25	-
(v) Reason for shortfall,	On account of ongoing projects	On account of ongoing projects
(vi) Nature of CSR activities,	Refer Note 27(ii)	Refer Note 27(ii)
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

- 42 The Board of Directors of the Company in its meeting held on October 20, 2021 had declared an interim dividend of ` 1.20 per equity share of face value ` 10 per share amounting to ` 1,770.31 lakhs.
- 43 Effective April 01, 2019, the Company adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ` 23.18 lakhs as at April 01, 2019 as disclosed in Note 3.
- 44 The electricity being the essential services in the COVID guidelines which continued to operate during lock down in the crises situation of COVID-19, declared as pandemic by World Health Organization. The Company's business being generation and sale of electricity is covered under essential services which is least impacted due to COVID-19. The Company believes that so far, there is no significant impact of COVID-19 pandemic on the financial position and performance of the Company. Further, the company is not expecting any significant change in estimates as of now as the company is running its business and operations as usual without any major disruptions.
- 45 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure in accordance with amendments in schedule III.

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No:- F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

CONSOLIDATED FINANCIAL STATEMENTS
OF



MALANA POWER COMPANY LIMITED

CIN : U40101HP1997PLC019959

INDEPENDENT AUDITOR'S REPORT (Consolidated)

To the Members of Malana Power Company Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Malana Power Company Limited (hereinafter referred to as "the Parent") and its subsidiary, (the Parent and its subsidiary together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2022, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS') and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2022, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 31 (A)(i)(b) and Note 35(A)(ii) to the consolidated financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL) in case of the Parent and with three parties using the transmission line in case of a subsidiary, respectively.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon. The Director's report is

expected to be made available to us after the date of this Auditor's report.

- Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are

free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial

statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Group as on March 31, 2022 taken on record by the Board of Directors of the respective companies in India, none of the directors of the Group companies in India incorporated in India is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's report of the Parent and its subsidiary company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended

in our opinion and to the best of our information and according to the explanations given to us:

- i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. <Refer Note 31 A (i) and 31 B (i) to the consolidated financial statements>
- ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts. <Refer Note 31A(ii) and 31B(ii) to the consolidated financial statements>
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent and its subsidiary company incorporated in India. <Refer Note 18 to the consolidated financial statements>
- iv) (a) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief as disclosed in note 40(v) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief as disclosed in note 40(vi) to the consolidated financial statements, no funds have been received by the Parent or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other

auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- (v) The interim dividend declared and paid by the Company during the year is in accordance with section 123 of the Act. <Refer Note 42 to the consolidated financial statements>
2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us of the subsidiary included in the consolidated financial statements to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in it's CARO report.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018)

Vikas Khurana
(Partner)
(Membership No. 503760)
(UDIN: 22503760AIUBOF9218)

Place: Gurugram
Date: May 11, 2022

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls over financial reporting Malana Power Company Limited (hereinafter referred to as "Parent") and its subsidiary company, which is the Company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent and its subsidiary company which is the company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the

accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its subsidiary company, which is a company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent and its subsidiary company which is a company incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are

recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Parent and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No. 117366W/W-100018)

Vikas Khurana
(Partner)
(Membership No. 503760)
(UDIN: 22503760AIUBOF9218)

Place: Gurugram
Date: May 11, 2022

BALANCE SHEET AS AT MARCH 31, 2022 (Consolidated)

		(` in Lakhs)	
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	3	131,280.00	136,616.83
(b) Intangible Assets	4	5.21	6.21
(c) Financial assets			
(i) Trade receivables	9	3,309.96	3,397.24
(ii) Loans	5	36.00	31.40
(iii) Others	6	1,866.54	4,961.54
(d) Non-current tax assets	12	1,012.27	62.70
(e) Other non-current assets	7	27.59	26.06
		137,537.57	145,101.98
2 Current assets			
(a) Inventories	8	1,253.89	1,194.42
(b) Financial assets			
(i) Trade receivables	9	2,014.43	790.36
(ii) Cash and cash equivalents	10	1,773.25	1,446.18
(iii) Bank balances other than (ii) above	11	6,276.17	6,473.78
(iv) Loans	5	25.25	34.55
(v) Other	6	6,153.30	124.36
(c) Other current assets	7	337.77	249.68
		17,834.06	10,313.33
Total Assets		155,371.63	155,415.31
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	13	14,752.57	14,752.57
(b) Other equity	14	121,456.30	105,175.66
Equity attributable to Equity shareholders		136,208.87	119,928.23
Non-controlling interest		6,738.84	5,560.23
Total Equity		142,947.71	125,488.46
LIABILITIES			
1 Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	6,621.57	22,601.27
(ii) Current maturities of long term borrowings			
(iii) Other financial liabilities			
(b) Provisions	16	292.84	275.13
(c) Deferred tax liabilities (net)		1,269.36	702.77
		8,183.77	23,579.17
2 Current liabilities			
(a) Financial liabilities			
(i) Short term Borrowings		815.07	4,500.79
(ii) Trade payables	18		
- total outstanding dues of micro and small enterprises		-	-
- total outstanding dues of creditors other than micro and small enterprises		2,094.09	1,174.28
(iii) Other financial liabilities	19	208.32	175.84
(b) Provisions	16	100.22	61.20
(c) Current tax liabilities	12	785.31	260.03
(d) Other current liabilities	20	237.13	175.54
		4,240.14	6,347.68
Total Equity and Liabilities		155,371.63	155,415.31

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjhunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022 (Consolidated)

		(` in Lakhs)	
Particulars	Note No.	Year ended March 31, 2022	Year ended March 31, 2021
I Revenue from operations	21	36,973.69	24,967.97
II Other Income	22	4,676.78	1,700.03
III Total Income (I+II)		41,650.47	26,668.00
IV Expenses			
Wheeling Cost		554.25	691.93
Bulk power transmission charges/Open access charges	31(B)(i)(g)	5,245.70	4,319.97
Employee benefits expense	23	2,913.84	2,551.51
Finance costs	24	2,507.33	3,779.50
Depreciation and amortisation expenses	25	5,406.02	5,838.67
Other expenses	26	3,116.00	3,283.12
Total expenses		19,743.14	20,464.71
V Profit before tax (III-IV)		21,907.33	6,203.29
VI Tax Expense			
(a) Current tax expense	27	2,756.54	1,624.73
(b) Deferred tax credit	27	(80.94)	(44.15)
(c) Tax related to earlier years	27	-	208.45
Income tax expense		2,675.60	1,789.03
VII Profit for the year (V-VI)		19,231.73	4,414.26
Profit attributable to owners of the company		18,052.08	4,154.03
Non-controlling interest		1,179.65	260.23
Profit for the year		19,231.73	4,414.26
VIII Other comprehensive income			
Items that will not to be reclassified subsequently to profit or loss:			
- Re-measurement gains on defined benefit plans (net of tax)		0.48	62.90
- Income tax relating to items that will not be reclassified to profit or loss		(2.64)	(13.72)
Other comprehensive income/(loss) for the year		(2.16)	49.18
Other comprehensive income/(loss) attributable to owners of the company		(1.13)	44.98
Non-controlling interest		(1.03)	4.20
IX Total comprehensive income for the year, net of tax (VII +VIII)		19,229.57	4,463.44
Total comprehensive income attributable to owners of the company		18,050.96	4,199.01
Non-Controlling interest		1,178.61	264.43
Earnings per equity share (Face value of ` 10 per share)			
Basic (in `)	28	12.24	2.82
Diluted (in `)	28	12.24	2.82

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

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DIN:- 00322834

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022 (Consolidated)

A. Equity Share Capital

1 Current reporting period

(Rs. in lakhs)

Particulars	Balance as at April 01, 2021	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2021	Changes in equity share capital during the current year	Balance as at March 31, 2022
Authorised					
16,00,00,000 equity shares of ` 10 each	16,000.00	-	16,000.00	-	16,000.00
Issued, Subscribed and fully paid-up					
14,75,25,731 equity shares of ` 10 each fully paid	14,752.57	-	14,752.57	-	14,752.57

2 Previous reporting period

(Rs. in lakhs)

Particulars	Balance as at April 01, 2020	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2020	Changes in equity share capital during the current year	Balance as at March 31, 2021
Authorised					
16,00,00,000 equity shares of ` 10 each	16,000.00	-	16,000.00	-	16,000.00
Issued, Subscribed and fully paid-up					
14,75,25,731 equity shares of ` 10 each fully paid	14,752.57	-	14,752.57	-	14,752.57

B. Other Equity

1 Current reporting period

(` in Lakhs)

	Reserves and Surplus			Total
	Securities premium	Retained earnings	Non-Controlling Interest	
Balance as at April 01, 2021	32,545.67	72,629.99	5,560.23	110,735.89
Profit for the year	-	18,052.08	1,179.65	19,231.73
Other comprehensive loss during the year		(1.13)	(1.03)	(2.16)
Total	32,545.67	90,680.94	6,738.84	129,965.46
Interim dividend paid during the year (Refer Note 42)	-	(1,770.31)	-	(1,770.31)
Balance as at March 31, 2022	32,545.67	88,910.63	6,738.84	128,195.15

2 Previous reporting period

(` in Lakhs)

	Reserves and Surplus			Total
	Securities premium	Retained earnings	Non-Controlling Interest	
Balance as at April 01, 2020	32,545.67	70,496.34	5,295.80	108,337.81
Profit for the year	-	4,154.03	260.23	4,414.26
Other comprehensive income during the year, net of tax	-	44.98	4.20	49.18
Total	32,545.67	74,695.35	5,560.23	112,801.25
Interim dividend paid during the year 2020-21		(2,065.36)	-	(2,065.36)
Balance as at March 31, 2021	32,545.67	72,629.99	5,560.23	110,735.89

Nature and Description of Reserves:

(i) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) **Retained earnings:-**

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Firm's Registration Number: 117366W/W-100018

Chartered Accountants

Vikas Khurana

Partner

Place : Gurugram

Date : May 11, 2022

For and on behalf of the Board of Directors of

MALANA POWER COMPANY LIMITED

Ravi Jhunjunwala

Chairman and Managing Director

DIN:- 00060972

O.P. Ajmera

Executive Director, CEO and CFO

DIN:- 00322834

Place : Noida

Date : May 02, 2022

Rahul Varshney

Director

DIN:- 03516721

Arvind Gupta

Company Secretary

M.No.:- F7690

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022 (Consolidated)

(` in Lakhs)		
Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash flow from operating activities		
Profit before tax	21,907.33	6,203.29
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expenses	5,406.02	5,838.67
Loss/(Gain) on sale of property plant and equipment	22.00	(12.77)
Finance Cost	2,507.34	3,779.52
Interest Income	(418.71)	(617.21)
Provision no longer required written back (Refer Note 34)	(3,060.00)	-
Working Capital Adjustments:		
Increase in trade receivables	(1,136.79)	(511.15)
(Increase)/Decrease in financial assets - loans	(2.76)	163.76
Decrease in other financial assets	35.00	-
Increase in other current asset	(96.52)	(85.63)
(Increase)/Decrease in inventories	(59.45)	29.89
Decrease in other financial liabilities	(2.10)	(67.29)
Increase in provisions	74.41	118.64
Increase/(Decrease) in Trade Payable	919.33	(144.96)
Increase/(Decrease) in other current liabilities	61.58	(136.22)
Cash generated from operations	26,156.67	14,558.54
Income Tax Paid	(2,550.67)	(875.75)
Net cash flows from operating activities	23,606.00	13,682.79
B. Cash flow from investing activities		
Purchase of property, plant & equipment	(99.47)	(146.53)
Proceeds from sale of property, plant & equipment.	9.74	37.58
Loans given during the year	(10.39)	-
Loans repaid during the year	17.33	1.45
Fixed deposits placed during the year	(6,245.99)	(43,239.00)
Fixed deposits matured during the year	6,443.60	42,019.25
Interest received	1,910.97	8,222.54
Net cash flows from investing activities	2,025.79	6,895.29
C. Cash flow from financing activities		
Repayments of borrowings	(19,665.41)	(9,817.99)
Interim dividend paid during the year	(1,770.31)	(2,065.36)
Interest paid	(3,869.00)	(11,453.14)
Net cash (used) in financing activities	(25,304.72)	(23,336.49)
Net increase/(decrease) in Cash and Cash equivalents	327.07	(2,758.41)
Cash and Cash equivalent at the beginning of the year	1,446.18	4,204.59
Cash and Cash equivalent at period end (Refer Note 10)	1,773.25	1,446.18

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
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Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1 CORPORATE INFORMATION

The consolidated financial statements comprises Malana Power Company Limited (MPCL) (Holding Company) and its one subsidiary i.e. AD Hydro Power Limited (ADHPL) (together referred to as "Group") for the year ended March 31, 2022.

The Group is engaged in the generation of hydro- electric power and development of hydro power projects. The subsidiary Company considered in the consolidated financial statements is 'AD Hydro Power Limited' with proportion of 88% ownership as on March 31, 2022.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Amendments to Ind AS 1 and Ind AS 8 - Definition of "material"

The Group has adopted the amendments to Ind AS 1 and Ind AS 8. The amendments make the definition of material in Ind AS 1 easier to understand and are not intended to alter the underlying concept of materiality in Ind ASs. The concept of 'obscuring' material information with immaterial information has been included as part of the new definition.

The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'. The definition of material in Ind AS 8 has been replaced by a reference to the definition of material in Ind AS 1. In addition, the MCA amended other standards that contain the definition of 'material' or refer to the term 'material' to ensure consistency.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these consolidated financial statements.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiary as at March 31, 2022. Control is achieved when the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

The Group re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, Liabilities, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statement in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e. year ended on March 31, 2022. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if the results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Consolidation Procedure:

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows to the parent with those of its

subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statement. Ind AS 12 Income tax applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

2.3 Summary of significant accounting policies

(a) Use of estimates

The preparation of consolidated financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects both current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I. Service Concession Arrangements

Management has assessed applicability of Appendix D of Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Group. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II. Useful lives and residual value of property, plant and equipment and intangible assets

Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed periodically, including at each financial year end.

III. Deferred tax assets

The Group reviews the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and recognized to the extent that it is probable that sufficient taxable profits will be available to utilize the deferred tax asset including MAT.

IV. Claims and Litigations

The Group is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Group reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Group establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Group's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Group evaluates, among other factors, the degree of probability of an unfavorable outcome and the ability to make a reasonable estimate of the amount of the loss. The Group does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Group determined that there were no matters that required an accrual as of March 31, 2022 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

V. Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its PPE to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is an indication at the end of a reporting period that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount.

(b) Revenue Recognition

The Group recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Group's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectibility is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Unscheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis.

In an arrangements where the Group sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Group has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Group expects to be entitled from a customer, net of returns and allowances, discounts, volume rebates and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER), Carbon Credit Entitlement / Certified Emission Reductions ("CER")

The Group recognize carbon emission reduction "CER" income in the period when it is reasonably certain that the Group will be able to comply with the conditions necessary to obtain these carbon emission reduction. The Group recognise CER value at average price of open contract for sale of CER with customers.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

(c) Inventory Valuation

Inventories comprising of components, stores and spares are valued at lower of cost and net realizable value. Scrap is valued at net realisable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Dam, Reservoir, Barrage etc)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipments	3-6
Office equipments	5

(e) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years. The Group has considered the useful life of 3 years to provide amortization on Software.

The intangible assets are assessed for impairment whenever there is indication that the intangible assets may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

(f) Leases

The Group assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- (1) The contract involves the use of an identified asset,
- (2) The Group has substantially all of the economic benefits from use of the identified asset, and
- (3) The Group has the right to direct the use of the identified asset.

Group as a lessee

The Group recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that

have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Group as a lessor

Leases where the Group does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

(g) Impairment of Non-Financial Assets

The group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount.

(h) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Equity instrument in subsidiary carried at cost.

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in the finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

As at March 31, 2022, the Group does not have any debt instrument measured at FVTPL or FVTOCI.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- When the Group transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralized borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is reclassified to profit or loss. In contrast, on derecognition of an investment in an equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is not reclassified to profit or loss, but is transferred to retained earnings.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- b) Trade receivables or any contractual right to receive cash or another financial asset.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Consolidated statement of profit and loss (P&L).

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Consolidated statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts

Financial guarantees issued by the Group on behalf of subsidiary company are integral part of debt instruments. Hence, no accounting for the same has been done separately.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(i) Foreign currency

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(j) Retirement and other employee benefits**1 Defined Contribution Plan:**

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

2 Defined Benefit Plan:**Gratuity**

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with ICICI Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Group contributes to the Group Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance Company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in notes to accounts to the consolidated financial statements.

The Group recognises the following changes in the net defined benefit obligation under Employee benefit expense in Consolidated statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Consolidated Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

(k) Taxes Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the Consolidated statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Group is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Group's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

(l) Non-Current Asset Held for Sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The group treats sale/ distribution of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),

- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

(m) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

(n) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

(o) Contingent Liability

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

(p) Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(q) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

(r) Fair Value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on reporting date, the Group doesnot have any financial instrument which has been measured either through FVTPL or FVTOCI.

(s) Current versus Non-Current

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- 1 Expected to be realised or intended to be sold or consumed in normal operating cycle
- 2 Held primarily for the purpose of trading
- 3 Expected to be realised within twelve months after the reporting period, or
- 4 Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- 1 It is expected to be settled in normal operating cycle
- 2 It is held primarily for the purpose of trading
- 3 It is due to be settled within twelve months after the reporting period, or
- 4 There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

(t) Going concern

The directors here, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

(u) Subsequent events

Based on the nature of the event, the Group identifies the events occurring between the consolidated balance sheet date and the date on which the consolidated financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the consolidated balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Group may provide a disclosure in the consolidated financial statements considering the nature of the transaction.

(v) Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) the nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) the instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the standalone financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21

related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on consolidated financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for Financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations- The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.
- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.
- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework.
- (vi) Ind AS 106 Exploration for and evaluation of mineral resources; Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting- The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the consolidated financial statements of the Company.

3 PROPERTY, PLANT & EQUIPMENT

(` in Lakhs)

Particulars	Hydraulic Work	Building Bridges and Roads	Computers & Networks	Electric Installations	Freehold Land	Furniture and Fixtures	Office Equipments	Plant & Equipment	Transmission Line	Vehicles	Total
Gross Block											
As at April 1, 2020	102,070.46	30,484.47	126.55	594.52	3,269.17	186.62	201.73	58,667.30	44,363.91	286.49	240,251.22
Additions	-	-	10.48	43.96	-	4.81	9.84	22.01	-	55.44	146.52
Disposals	-	-	15.79	0.95	-	1.60	3.01	-	26.60	31.78	79.71
As at March 31, 2021	102,070.46	30,484.47	121.24	637.53	3,269.17	189.83	208.56	58,689.30	44,337.31	310.14	240,318.03
Additions	-	-	6.40	0.12	-	3.10	53.85	0.37	-	35.61	99.47
Disposals	-	-	25.79	5.29	-	129.31	15.24	48.88	-	27.68	252.18
As at March 31, 2022	102,070.46	30,484.47	101.86	632.37	3,269.17	63.62	247.18	58,640.80	44,337.31	318.08	240,165.31
Accumulated Depreciation											
As at April 1, 2020	37,363.90	22,615.12	96.99	527.53	-	163.06	153.97	22,353.72	14,527.67	133.11	97,935.06
Charge for the year	2,008.79	1,679.01	13.06	11.49	-	2.46	17.45	1,149.11	910.21	28.94	5,820.55
Disposals	-	-	15.23	0.90	-	1.21	2.86	-	8.21	26.49	54.92
As at March 31, 2021	39,372.69	24,294.13	94.82	538.12	-	164.31	168.56	23,502.83	15,429.67	135.55	103,700.67
Charge for the year	2,008.40	1,258.23	10.39	12.31	-	2.90	19.54	1,150.09	909.63	33.53	5,405.02
Disposals	-	-	24.85	5.03	-	121.86	14.48	35.03	-	19.20	220.44
As at March 31, 2022	41,381.10	25,552.36	80.35	545.40	-	45.35	173.62	24,617.88	16,339.30	149.88	108,885.24
Net Block											
As at March 31, 2021	62,697.24	6,190.34	26.43	99.41	3,269.17	25.52	40.01	35,186.48	28,907.65	174.59	136,616.83
As at March 31, 2022	60,689.29	4,932.11	21.51	86.97	3,269.17	18.27	73.57	34,022.91	27,998.01	168.20	131,280.00

Notes :

All the assets are owned by the company except as mentioned otherwise:

- 1) Building, bridges and roads includes cost of road ` 1,357.41 lakhs (Previous year ` 1,357.41 lakhs) and written down value of ` 61.42 lakhs (previous year ` 61.42 lakhs) constructed on forest land diverted for the project.
- 2) Gross block of transmission line includes payment for 'Right to use' amounting to ` 5,295.79 lakhs (Previous year ` 5,295.79 lakhs) and accumulated depreciation of ` 1,537.29 lakhs as on March 31, 2022 (including depreciation charged during the year of ` 132.40). 'Right to use' is an irrevocable perpetual right of use of land, but the ownership of the land does not vest with the Company.
- 3) Land includes ` 2,999.04 lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of the Company has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers and mutation is in progress.
- 4) Refer note - 15 for the information on Property, Plant and Equipment hypothecated as security.

4 INTANGIBLE ASSET

(` in Lakhs)

Particulars	Computer software	Total
Gross Block		
As at April 1, 2020	104.76	104.76
Additions	-	-
Disposals	-	-
As at March 31, 2021	104.76	104.76
Addition	-	-
Disposals	-	-
As at March 31, 2022	104.76	104.76
Accumulated Amortisation		
As at April 1, 2020	80.41	80.41
Charge for the year	18.14	18.14
Disposals	-	-
As at March 31, 2021	98.55	98.55
Charge for the year	1.00	1.00
Disposals	-	-
As at March 31, 2022	99.55	99.55
Net Block		
As at March 31, 2020	6.21	6.21
As at March 31, 2022	5.21	5.21

5. LOANS (₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good (Measured at amortised cost)				
(a) Loans to employees	36.00	31.40	25.25	34.55
Total	36.00	31.40	25.25	34.55

6. OTHER FINANCIAL ASSETS (₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
a) Advance for Bara Banghal project [including ₹ 681.84 lakhs (previous year ₹ 681.84 lakhs) towards consultancy and other expenses on the project] (Refer Note 34)				
- Unsecured, considered good 6,120	-	3,060.00	6,120.00	-
Less: Reclassified to current other financial assets (6,120)				
- Unsecured, considered doubtful	681.84	3,741.84	-	-
Less: Provision against upfront premium	-	(3,741.84)	-	-
Less: Written off during the year	(681.84)	-	-	-
Total (a)	-	3,060.00	6,120.00	-
b) Others				
- Recoverable from Himachal Pradesh State Electricity Board Limited (Net)**	1,863.14	1,863.14	6.90	-
- Interest accrued on banks deposits	-	-	26.40	124.36
- Amount paid under protest#	-	35.00	-	-
- Deposits with original maturity period of more than 12 months*	3.40	3.40	-	-
Total (b)	1,866.54	1,901.54	33.30	124.36
Total (a+b)	1,866.54	4,961.54	6,153.30	124.36

*Fixed deposit of ₹ 3.40 Lakhs (previous year ₹ 3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority.

#Refer note 31B(i) (c)

** In relation to wheeling charges matter (as fully described in Note 31.1(ii)), during earlier years, the High Court of Himachal Pradesh directed the Company ("MPCL") to deposit ₹ 1,000 lakhs with the registry of the Court, which was deposited by MPCL on January 24, 2018. Thereafter, Hon'ble Supreme Court vide order dated July 22, 2019 directed MPCL to further deposit ₹ 1,816.75 lakhs with HPSEBL, which MPCL deposited on August 14, 2019. Also, the Company has payable balance to HPSEBL related to wheeling charges amounting ₹ 953.61 Lakhs which has been off setted by the Company against the aforementioned deposits as HPSEBL has withdrawn ₹ 1,000 lakhs from the High court of Himachal Pradesh (as it was permitted to do so). Net balance of ₹ 1,863.14 (Previous year ₹ 1,863.14 lakhs) has been disclosed in other financial assets as on March 31, 2022.

7. OTHER ASSETS (₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
(i) Advances to employees	1.05	-	21.80	33.25
(ii) Prepaid expenses	10.20	14.70	151.31	148.03
(iii) Security deposits	16.34	11.36	-	-
(iv) Advances recoverable in cash or in kind				
- Unsecured considered good	-	-	164.65	68.40
- Unsecured considered doubtful	-	-	24.40	24.40
Less: Provision for doubtful advances	-	-	(24.40)	(24.40)
Total	27.59	26.06	337.77	249.68

8. INVENTORIES (LOWER OF COST AND NET REALIZABLE VALUE)

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Stores and spares*	1,253.89	1192.39
Scrap	-	2.03
Total	1,253.89	1194.42

* Includes store lying with third parties ` 73.14 lakhs (previous year ` 56 lakhs)

9. TRADE RECEIVABLES

(` in lakhs)

Particulars	Non-Current#		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Trade Receivables				
Unsecured, considered good	3,309.96	3,397.24	2,014.43	790.36
Unsecured, considered doubtful	316.68	316.68	-	-
Less : Provision for expected credit loss	(316.68)	(316.68)	-	-
	3,309.96	3,397.24	2,014.43	790.36

#The Holding Company has receivables balance from HPSEBL for usage of transmission line amounting ` 388.11 Lakhs (Previous year ` 475.39 lakhs). The amount is fully recoverable which will be received once the matter mentioned in footnote to Note 6(b) and 31A(i)(b) will be finally disposed off. During the year, the Holding Company has written off amount of ` 124.93 against State Transmission Utility ("STU") income from HPSEB in view of prolonged litigation and no chances of recovering this amount.

Also, Refer Note 35 A (ii) and (iii).

Note : The average credit period for the Company's receivables from its generation and sale of power business is in the range of 5 to 7 days and transmission business is in the range of 30 to 60 days.

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	-	-	-	-
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	13.34	19.24	23.86	300.18	2,115.98	1,154.05	3,626.65
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	13.34	19.24	23.86	300.18	2,115.98	837.37	3,309.96

As at March 31, 2021	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	-	-	-	-
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	5.45	-	240.15	2,109.30	665.07	693.96	3,713.92
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	5.45	-	240.15	2,109.30	665.07	377.28	3,397.24

Trade Receivables Ageing Schedule- Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	1,657.85	198.68	43.40	-	50.38	-	1,950.31
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Trade Receivable-Billed	1,657.85	198.68	43.40	-	50.38	-	1,950.31
Trade Receivable-Unbilled							64.11
Total							2,014.43

As at March 31, 2021	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	388.87	93.76	16.82	226.81	-	-	726.25
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Trade Receivable-Billed	388.87	93.76	16.82	226.81	-	-	726.25
Trade Receivable-Unbilled							64.11
Total							790.36

10. CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
(a) Balances with banks :		
- In Current Accounts	168.17	201.14
- In Deposit Accounts (with original maturity less than 3 months)	1,599.64	1,239.58
(b) Cash on hand	5.43	5.46
Total	1,773.25	1,446.18

11. BANK BALANCES (OTHER THAN CASH AND CASH EQUIVALENTS)

(₹ in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
(a) In Earmarked Accounts (Deposits kept as margin money)#	580.18	2,962.78
(b) In deposit account (with original maturity more than 3 months and less than 12 months)	5,695.99	3,511.00
Total	6,276.17	6,473.78

#Out of total margin money ₹ 550 lakhs (previous year ₹ 2,414 lakhs) held as margin money with IDBI Trustee for repayments of borrowings and balance held as security deposit with banks for non fund based limit.

12. TAX LIABILITIES/(TAX ASSETS)

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Advance Income Tax [(net of provisions) of ₹ 10,473.95 lakhs, ₹ 9,850.99 lakhs in 2020-21]	(1,012.27)	(62.70)	-	-
Provision for Income Tax	-	-	785.31	260.03
Tax liabilities/(Tax Assets)	(1,012.27)	(62.70)	785.31	260.03

13 SHARE CAPITAL

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
16,00,00,000 (previous year 16,00,00,000) equity shares of ` 10 each	16,000.00	16,000.00
Issued, Subscribed and fully paid-up		
14,75,25,731 (previous year 14,75,25,731) equity shares of ` 10 each fully paid	14,752.57	14,752.57
Total	14,752.57	14,752.57

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the period

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount (` in Lakhs)	No. of shares	Amount (` in Lakhs)
Shares outstanding at the beginning of the year	147,525,731	14,752.57	147,525,731	14,752.57
Shares Issued during the period	-	-	-	-
Shares outstanding at the end of the period	147,525,731	14,752.57	147,525,731	14,752.57

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ` 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding / ultimate holding company and / or their subsidiaries / associates

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount (` in Lakhs)	No. of shares	Amount (` in Lakhs)
Bhilwara Energy Limited, the holding company	75,238,123	7,523.80	75,238,123	7,523.80

(d) Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% Holding	No. of shares	% Holding
Name of the Shareholders				
Bhilwara Energy Limited	75,238,123	51.00%	75,238,123	51.00%
Statkraft Holding Singapore Pte Limited	72,287,608	49.00%	72,287,608	49.00%

(e) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ` 10 each fully paid	Bhilwara Energy Limited	75,238,123	51%	75,238,123	51%
	Statkraft Holding Singapore Pte Ltd	72,287,608	49%	72,287,608	49%
Total		147,525,731	100%	147,525,731	100%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

14. OTHER EQUITY

Share premium Account	(` in lakhs)
Balance as at April 1, 2020	32,545.67
Additions during the year	-
Balance as at March 31, 2021	32,545.67
Additions during the year	-
Balance as at March 31 2022	32,545.67
Retained earnings	(` in lakhs)
Balance as at April 1, 2020	70,621.79
Profit for the year	4,154.03
Interim dividend paid during the year 2020-21	(2,065.36)
Balance as at March 31, 2021	72,710.46
Profit for the year	18,052.08
Interim dividend paid during the year (Refer Note 42)	(1,770.31)
Balance as at March 31 2022	88,992.23
Other Comprehensive Income	(` in lakhs)
Balance as at April 1, 2020	(125.45)
Other comprehensive profit for the year, net of tax	44.98
Balance as at March 31, 2021	(80.47)
Other comprehensive loss for the year	(1.13)
Balance as at March 31 2022	(81.60)

Nature and Description of Reserve :**(i) Securities Premium:-**

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

15. NON-CURRENT BORROWINGS

	(` in lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021
Secured-Measured at amortised cost		
Term loans		
(i) From banks (secured)	7,436.65	11,519.47
(ii) From financial institutions (secured)	-	15,582.59
Current Maturities of long term borrowings	(815.07)	(4,500.79)
Total	6,621.57	22,601.27

15.1 Additional Disclosures

	(` in lakhs)		
Particulars	Carrying Value as at March 31, 2021	Loan Maturity Date	Terms of repayment
In case of Subsidiary Company			
IndusInd Bank Limited	7,925.86	August 31, 2027	Balance loan amount is repayable in 24 structured installments
Total	7,925.86		

In case of Subsidiary Company**Term Loan from Bank :**

The Company has taken Indian Rupee term loans from Indusind Bank Limited. The loan is carrying fixed interest @ 6.20% per annum from Aug 01, 2021 till July 31, 2022, which was @ 8.00% per annum in previous year and upto July 31, 2021.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ` 8,000 lakhs) in case of default in repayment and has also pledge its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

In case of Holding Company

During the current year, the Company has fully prepaid the borrowings taken from ICICI Bank Limited and NIIF-Infrastructure Finance Ltd..

16. PROVISIONS

(` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits				
Provision for gratuity	-	-	36.20	1.28
Provision for compensated absences	292.84	275.13	64.02	59.92
Total	292.84	275.13	100.22	61.20

17. DEFERRED TAX ASSETS / (LIABILITIES) (NET)

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
A. Tax effects of items constituting deferred tax liability:		
Property, plant & equipment	2,422.34	2,491.57
Total Deferred tax liabilities (A)	2,422.34	2,491.57
B. Tax effects of items constituting deferred tax assets:		
Others	(61.86)	(52.79)
MAT Credit entitlement	(1,091.12)	(1,736.01)
Total Deferred tax assets (B)	(1,152.98)	(1,788.80)
Net Deferred tax (assets)/ liabilities (A+B)	1,269.36	702.77

18. TRADE PAYABLES*

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Trade payables		
- total outstanding dues of micro and small enterprises	-	-
- total outstanding dues of creditors other than micro and small enterprises	2,094.09	1,174.28
Total	2,094.09	1,174.28

*There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	-	-	-	-	-	-	-
Others	161.60	-	1,728.98	101.53	22.77	79.21	2,094.09
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	161.60		1,728.98	101.53	22.77	79.21	2,094.09

Ageing for trade payable outstanding as at March 31, 2021 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	-	-	-	-	-	-	-
Others	204.34	-	866.01	12.44	5.50	85.99	1,174.28
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	204.34	-	866.01	12.44	5.50	85.99	1,174.28

19. OTHER FINANCIAL LIABILITIES

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Sundry deposits	45.23	45.39
b) Interest accrued but not due on loan from financial institution	156.35	123.71
c) Capital Creditors	6.74	6.74
Total	208.32	175.84

20. OTHER LIABILITIES

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Statutory liabilities	129.85	94.66
Advance received for tower rerouting work	107.28	80.88
Total	237.13	175.54

21. REVENUE FROM OPERATIONS

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Revenue from power supply and transmission Income		
a) Revenue from power supply (net)	36,175.90	24,179.83
b) Revenue from Transmission income	797.79	788.14
Revenue from Operations (net)	36,973.69	24,967.97

22. OTHER INCOME

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Interest income		
i) Financial assets held at amortised cost		
- Interest on bank deposits	417.93	615.81
- Interest on employee loan	0.79	1.40
ii) Others		
- Interest on income tax refund	-	1.84
b) Others non operating income		
- Sale of Emission Reductions	139.29	354.02
- Insurance claim	938.58	445.21
- Provision no longer required written back (Refer Note 34)	3,060.00	
- Miscellaneous income	120.19	268.98
c) Others gain and losses		
- Gain on disposal of property, plant and equipment	-	12.77
Total	4,676.78	1,700.03

23. EMPLOYEE BENEFITS EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Salaries, wages and bonus	2,601.91	2,273.72
b) Contribution to provident and other funds (Refer Note 33.1)	128.53	116.84
c) Gratuity expenses (Refer Note 33.3)	36.69	56.30
d) Compensated Absences expenses (Refer Note 33.3)	25.30	17.42
e) Workmen and staff welfare expenses	121.41	87.23
Total	2,913.84	2,551.51

24. FINANCE COSTS

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Interest cost		
- Interest on term loans	1,736.96	3,195.03
- Interest on delayed payment of Income Tax	175.55	28.74
b) Other Borrowing cost		
- Financial and Bank charges	594.82	555.73
Total	2,507.33	3,779.50

25. DEPRECIATION AND AMORTISATION EXPENSE

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Depreciation on property, plant and equipment	5,405.02	5,820.53
b) Amortisation of intangible assets	1.00	18.14
Total	5,406.02	5,838.67

26. OTHER EXPENSE

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Consumption of stores and spares	377.63	687.79
Rent	63.23	64.39
Power and fuel	192.19	124.38
Repair and maintenance		
- Civil work	161.43	166.06
- Buildings	151.66	20.07
- Plant and machinery	300.54	435.10
- Others	88.35	32.83
Rates and taxes	5.75	1.15
Insurance	449.39	431.87
Payment to auditor (Refer Note (1) below)	41.46	35.43
Communication costs	9.57	9.78
Printing and stationery	5.29	5.59
Travelling and conveyance	75.82	68.69
Membership fees and subscriptions	5.95	17.48
Legal and professional fees	228.28	358.35
Social welfare expenses	79.26	20.48
CSR expenses (Refer Note (2) below)	219.02	239.20
Security arrangement expense	148.83	156.79
Vehicle running & hiring expenses	113.54	90.75
Loss on sale of fixed assets written off (net)	22.00	-
Bad debt written off	124.93	-
Miscellaneous expenses	251.88	316.94
Total	3,116.00	3,283.12
Notes:		
(1) Payment to Auditors (including taxes):		
- Fees for Statutory Audit	30.09	25.37
- Fees for Limited Review	8.85	8.85
- Fees for certification	0.59	-
- For reimbursement of expenses	1.93	1.21
Total	41.46	35.43
(2) Corporate social responsibility expenditure		
a) Amount required to be spent as per Section 135 of the Act	211.20	234.85
b) Amount spent during the year on:		
(i) Construction/Acquisition of any asset	6.19	9.61
(ii) On purposes other than (i) above	114.83	101.59
Total	121.02	111.20

Amount unspent related to Holding Company during the year is ` 98 lakhs (Previous year ` 128 Lakhs). There is no unspent amount for the subsidiary Company.

During the year, the Holding Company has spent ` 37.36 lakhs out of the previous year's unspent amount. The Holding Company has transferred unspent Corporate Social Responsibility (CSR) amount, to a Special CSR escrow account before the date of this report and within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the Act.

The nature of activities for which CSR amount is spent includes:

Promotion of Health Care

Promotion of Education

Environment Sustainability and Ecological Balance

Women Empowerment

27. INCOME TAX EXPENSE

a) Income tax recognised in profit and loss (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Current tax	2,756.54	1,624.73
b) Deferred tax credit	(80.94)	(44.15)
c) Tax related to earlier years	-	208.45
Total Income tax expenses recognised in the current year	2,675.60	1,789.03

b) The income tax expense for the year can be reconciled to the profit before tax as follows: (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Accounting profit before tax from continuing operations	21,907.33	6,203.29
Profit/Loss before tax from a discontinued operation		
Accounting Profit before Income Tax	21,907.33	6,203.29
At India's statutory income tax rate	5,099.37	1,806.40
Tax effect of permanent differences:		
Tax effect of depreciation and expenses that are not deductible for determining taxable profits	(91.77)	(243.12)
Income not credited to Profit and loss A/C		
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(18.83)	(61.85)
Total income tax expense	4,988.76	1,501.43
Less: Set off of carried forward unabsorbed depreciation in subsidiary company	(2,313.16)	(410.09)
Net Income tax expense	2,675.60	1,091.35
Add: MAT on book profits of subsidiary Company	-	489.23
Tax related to prior years	-	208.45
Income tax expenses reported in the Statement of Profit and Loss	2,675.60	1,789.03

c) Items on which DTA has not been created (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Unabsorbed depreciation brought/carried forward	2,976.49	6,121.93
Provision for employee benefits	49.14	47.86
MAT credit entitlement	-	1,809.87
	3,025.63	7,979.67

28. EARNINGS PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Basic and diluted earning per share (A/B)	12.24	2.82
Profit for the year attributable to owners of the Company (Rs. in lakhs) (A)	18,052.08	4,154.03
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of share in lakhs) (B)	1,475.26	1,475.26

29. SEGMENT REPORTING

The Group's activities involves generation of hydro power. Also, the Group generates income from usage of its owned transmission line. Considering the nature of Group's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the consolidated financial statements.

30 THE DETAILS OF SUBSIDIARY COMPANY I.E. AD HYDRO POWER LIMITED IS AS FOLLOWS :

Name of the entity	Country of Incorporation	Nature	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
			% of Consolidated Net Assets	Amount (` in lakhs)	% of Consolidated profit or loss	Amount (` in lakhs)	% of Consolidated Comprehensive Income	Amount (` in lakhs)	% of Consolidated Comprehensive Income	Amount (` in lakhs)
Malana Power Company Limited	India	Parent	15.57%	22,253.49	41.60%	8,000.60	-297.88%	6.44	41.64%	8,007.04
AD Hydro Power Limited	India	Subsidiary	79.72%	113,955.38	52.27%	10,051.48	350.14%	(7.57)	52.23%	10,043.91
International Finance Corporation	USA	Minority Interest	4.71%	6,738.84	6.13%	1,179.65	47.73%	(1.03)	6.13%	1,178.61
Total			100%	142,947.71	100%	19,231.73	100%	(2.16)	100%	19,229.57

31 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTEND NOT PROVIDED FOR)**A. With respect to the Holding Company:****(i) Contingent Liabilities**

- (a) In respect of assessment years 2009-10 to 2014-15, the Assessing Officer (AO) had raised demands aggregating to ` 213.88 lakhs. The demand was based on disallowance of expenses under section 14A of the Income-tax Act, 1961 under MAT computation. The AO disallowed proportionate amount of deduction under section 80-IA stating that the investments made by the Company in the subsidiary is capable to earn exempted dividend income. Further, AO disallowed and denied Company's claim to treat the income from carbon credit as capital receipts. Based upon the favourable order passed by the Income tax authorities in the past in certain assessment year's appeal proceedings at the level of High court and ITAT, the Company is of the view that the above said demands are not tenable and hence no provision is required in the financial statements.
- (b) On April 27, 2019, the Company received a provisional net demand of ` 8,069 Lacs in relation to wheeling charges for the period April 1, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC), which in the opinion of the Company is not in accordance with the agreement entered between the Company and HPSEB (now HPSEBL) in August 1999. In this regard, the Company has paid under protest an amount of ` 2,817 lacs. Based on the legal opinion obtained, the Company is of the view that demand is not legally tenable and would not result in any material liability on the Company for the period on or before March 2019 and accordingly has filed an appeal before Appellate tribunal (APTEL) on April 24, 2019, Electricity at New Delhi, which is pending adjudication with APTEL.
- (c) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952. Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company for the previous periods, if any, cannot be ascertained.

(d) Financial Guarantee

The Company has provided Corporate/Default Guarantee to FIs/Banks for the loans extended by them to AD Hydro Power Limited (subsidiary company).

Particulars	(` in Lakhs)	
	As at March 31, 2022	As at March 31, 2021
a) The amount of outstanding loans covered by such guarantees	7,436.65	18,866.61
b) Under the terms of the said guarantee the maximum amount for which the company may be contingently liable during the next 12 months	815.07	3,309.47

(ii) Commitments

- a) The Company has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura sub station to Nalagarh (i.e. interstate point - substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.

- b) At March 31, 2022, the Company has committed for non-disposal of its investment in subsidiary AD Hydro Power Limited to its lenders (similar commitment was there in the previous year also).

The Company does not have any long term commitments of material non-cancellable contractual commitments/contracts including derivatives contract for which there were any material foreseeable losses.

B. With respect to the Subsidiary Company:

Particulars	(` in Lakhs)	
	As at March 31, 2022	As at March 31, 2021
Claims against the Company not acknowledged as debt:		
Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	1,459.58	1,459.58
Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	64.75	99.75
Demand of lease rentals by Himachal Pradesh Govt. for diverted forest land (refer note (f) below)	2,611.90	-

* Company believes that these claims/demands are not probable to be decided against the Company and therefore, no provision for the above is required.

Notes:

- (a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ` 1,459.58 lakhs on the Company under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 01, 2005 to July 31, 2012. The Company is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e from the date when the rules were notified and up to the date when factory license was granted to the Company). In view of this, there is no question of payment of Cess prior to December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on the Company's view has been already paid. The Company had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (b) During 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ` 1,427 lakhs on the Company towards local area development fund (LADF). The amount was determined considering 1.5% of the final cost of the project of the Company of ` 1,60,700 lakhs (after considering the expenses already incurred by the Company of ` 984 lakhs). The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of the Company i.e. ` 92,200 lakhs in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the Company aggregating to ` 1,423 lakhs. Had these been considered/computed appropriately, the above demand would not arise. Management is of the view that the Company has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (c) The Department of Fisheries vide letter dated January 04, 2013 directed the Company to pay an amount of ` 99.75 lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. Management is of the view that the Company is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required.

The Company had received a demand of ` 99.75 lacs from Director-cum-Warden of Fisheries, Himachal Pradesh in lieu of the NOC granted on 04.01.2013 against which company filed a Writ Petition in the Hon'ble High Court of Himachal Pradesh in view of the fact that the streams utilized for the Project are not covered in the Negative List of the Department of Fisheries. The Hon'ble High Court of Himachal Pradesh vide order dated 28.03.2013 stayed the demand of Department of Fisheries by directing the company to deposit of ` 35 lacs which was deposited. Although, the company has a good case of merit, however in view of pending litigation for more than 9 years, it has been decided to write off ` 35 lakhs paid in terms of the order of the High Court. The balance amount of ` 64.75 Lacs is being considered as contingent liability.

- (d) The Company is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the Company is remote and thus these cases will not have any material impact on the financial statements and no provision is required.
- (e) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952. Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company for the previous periods, if any, cannot be ascertained.
- (f) The Company has received a memorandum dated 15.02.2022 demanding ` 2,611.90 lakhs towards the lease money on 37.629 Hectares of forest land diverted for the execution of 192 MW Allain Duhangan HEP in Manali District Kullu.
The Company has persued the note and is of the view that the demand raised by the Government of Himachal Pradesh is not tenable in view of the fact that it is not in compliance of the Order of Hon'ble High Court of Himachal Pradesh in WP No. 7103/2014 dated 05.07.2017 as well as Land Lease Rules of the Government itself and retrospective in nature. The demand is also not in terms with the Forest Laws of the Government of India. Accordingly, the Company has disputed the demand vide its letter dated 30th March 2022. The Company is of the view that it has a good case on the merit and no provision is required.
- (g) On December 24, 2021, the Company has received a demand of ` 5,833 lakhs from Central Transmission Utility of India Limited ("CTUIL") in relation to relinquishment charges for surrender of Long Term Access rights with Power Grid Corporation of India Limited, which in the opinion of the Company, is not in accordance with the methodology specified by the CERC vide Order dated March 08, 2019 in petition no. 92/MP/2015. Based on consideration of the information available till date, the Company has computed the relinquishment charges as per methodology specified by aforesaid order, along with interest, amounting to ` 1,632.09 lakhs and has provided for in the books of account during the year.
Further, the Company is of the view that the aforesaid demand would not result in any other material liability on the Company.

(ii) Commitments

- a) The Company had entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. The Company has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss. However during the year the Company had relinquished the Agreement.
Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), the company shall provide 12% of its deliverable energy free of cost to GOHP.
- b) The Company has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The Company does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

32 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – “Related Party Disclosures” are as follow:

a) Names of related parties and description of relationship

Description of relationship	Name of related party
Holding Company	Bhilwara Energy Limited
Enterprise having significant influence over the company	Statkraft Holding Singapore PTE Limited
Fellow Subsidiary Company Key Management Personnel*	Indo Canadian Consultancy Services Limited i) Mr. Ravi Jhunjunwala (Chairman & Managing Director) ii) Mr. O.P.Ajmera (Executive Director, CEO & CFO) ii) Pankaj Kapoor (Manager, ADHPL)
Relatives of key management personnel	i) Mrs. Rita Jhunjunwala (wife of the Chairman & Managing Director) ii) Mr. Riju Jhunjunwala (son of the Chairman & Managing Director) iii) Mr. Rishabh Jhunjunwala (son of the Chairman & Managing Director)
Enterprises owned or significantly influenced by key management personnel or their relatives	i) HEG Limited, ii) Rajasthan Spinning & Weaving Mills Limited ("RSWM Limited") iii) Statkraft Markets Private Limited
Employee benefit funds	i) Malana Power company Limited Employees Gratuity Trust ii) Malana Power company Limited Sr. Executive Company Superannuation Scheme Trust iii) AD Hydro Power Limited Employees Gratuity Trust iv) AD Hydro Power Limited Sr. Executive Company Superannuation Scheme Trust

* Additional related parties identified as per Companies Act, 2013

Executive Director, CEO and CFO	Mr. O P Ajmera
Company Secretary	Mr. Arvind Gupta

b) Names and details of transaction of related parties during the year are as follows:

Related party disclosures

Transaction with related parties												
Nature of Transaction	Holding Company/ Enterprises having significant influence over the Company		Subsidiary/Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprise over which key management personnel /relative having significant influence		Trust Under Common Control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year												
(i) Rent Paid												
a) Mrs. Rita Jhunjhunwala	-	-	-	-	-	-	20.09	19.16	-	-	-	-
b) Mr. Rishab Jhunjhunwala	-	-	-	-	-	-	19.50	18.59	-	-	-	-
c) Mr. Riju Jhunjhunwala	-	-	-	-	-	-	19.50	18.59	-	-	-	-
d) RSWM Limited	-	-	-	-	-	-	-	-	16.71	16.71	-	-
(ii) Consultancy service charges paid to Indo Canadian Consultancy Services Limited	-	-	7.59	20.70	-	-	-	-	-	-	-	-
(iii) Remuneration paid to												
a) Mr. Ravi Jhunjhunwala	-	-	-	-	314.94	219.11	-	-	-	-	-	-
b) Mr. O.P. Ajmera	-	-	-	-	269.55	218.06	-	-	-	-	-	-
c) Mr. Pankaj Kapoor	-	-	-	-	35.03	30.24	-	-	-	-	-	-
d) Mr. Avind Gupta	-	-	-	-	24.66	19.88	-	-	-	-	-	-
(iv) Reimbursement of expenses paid to:												
a) HEG Limited	-	-	-	-	-	-	-	-	2.48	5.27	-	-
b) RSWM Limited	-	-	-	-	-	-	-	-	14.77	9.58	-	-
c) Bhilwara Energy Limited	4.80	0.57	-	-	-	-	-	-	-	-	-	-
(v) Reimbursement of expenses given to:												
Bhilwara Energy Limited	-	-	-	-	-	-	-	-	-	-	-	-
(vi) Reimbursement of expenses recovered from:												
a) Bhilwara Energy Limited	82.33	72.36	-	-	-	-	-	-	-	-	-	-
(vi) Professional expenses paid to:												
Statkraft Market Pvt Ltd	49.80	74.43	-	-	-	-	-	-	-	-	-	-
vii) Contribution made in Trust:												
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	1.28	50.71
b) Malana Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	9.40	7.12
c) AD Hydro Power Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	17.95	-
d) AD Hydro Power Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	3.00	3.69

Transaction with related parties											
Nature of Transaction	Holding Company/ Enterprises having significant influence over the Company		Subsidiary/Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprise over which key management personnel /relative having significant influence		Trust Under Common Control
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	
viii) Benefits paid on behalf of Trust:											
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	4.68
b) AD Hydro Power Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	12.68
Balances Receivable:											
a) Statkraft Market Private Limited	1,530.98	186.51	-	-	-	-	-	-	-	-	-
b) Bhilwara Energy Limited	-	2.46	-	-	-	-	-	-	-	-	-
c) Loan given to Mr.OP Ajmera	-	-	-	-	-	5.00	-	-	-	-	-
Balances Payable:											
Commission payable to Mr. Ravi Jhunjhunwala	-	-	-	-	139.40	51.48	-	-	-	-	-
Guarantees given by holding Company to subsidiary Company:											
To the lenders of AD Hydro Power Limited in favour of IDBI Trustee acting as security trustee for senior lenders of AD Hydro Power Limited for the maximum amount for which the Company may be contingently liable during next 12 months.	-	-	815.07	3,309.47	-	-	-	-	-	-	-

* Remuneration paid does not include provision made for compensated absences and gratuity as the same are determined for the Company as a whole.

c) Compensation of Key Management Personnel

(` in lakhs)

Particulars	As at March 31, 2022						As at March 31, 2021					
	CMD	ED, CEO & CFO	CS	Manager	Total		CMD	ED, CEO & CFO	CS	Manager	Total	
	Mr. Ravi Jhunjhunwala	Mr. O P Ajmera*	Mr. Arvind Gupta	Mr. Pankaj Kapoor			Mr. Ravi Jhunjhunwala	Mr. O P Ajmera*	Mr. Arvind Gupta	Mr. Pankaj Kapoor		
Short Term Benefit#	303.12	256.07	21.93	33.42	614.54		207.84	205.86	17.87	28.86	460.43	
Defined Contribution Plan	11.82	13.48	2.53	1.61	29.44		11.27	12.20	2.01	1.38	26.86	
Total	314.94	269.55	24.46	35.03	643.98		219.11	218.06	19.88	30.24	487.29	

* out of total remuneration paid to Mr. O P Ajmera, ` 75.31 lakhs (Previous year ` 66.07 lakhs) has been recovered from Bhilwara Energy Limited.

excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

33 EMPLOYEE BENEFIT PLAN**33.1 Defined contribution plan****i) Superannuation Fund**

The Group makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Group. The Group does not carry any further obligations, apart from the contributions made on a monthly basis. The Group has recognized ` 13.60 lakhs (previous year ` 9.31 lakhs) in the Consolidated statement of profit and loss account. (Refer Note 23)

ii) Provident Fund

The Group makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme the group is required to contribute a specified percentage of the payroll costs to fund the benefits. The group recognized ` 119.79 lakhs (previous year ` 116.84 lakhs) in the Consolidated statement of profit and loss account. (Refer note 23)

33.2 Details of defined benefit plan and long term employee benefit plan**i) Gratuity Fund**

The Group has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the group. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognized insurer managed funds in India. The group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

33.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:**i) Current and Non – Current classification in Balance Sheet** (**` in Lakhs**)

Particulars	As at March 31, 2022			As at March 31, 2021		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	64.02	292.84	356.86	59.92	275.14	335.06
Gratuity:						
- Present value of funded defined benefit obligation	-	-	725.50	-	-	646.46
Fair value of plan assets	-	-	728.64	-	-	686.04
Net defined benefit obligation recognized in balance sheet/ (surplus in gratuity fund)	22.46	-	22.46	(39.58)	-	(39.58)

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment, received Presidential assent in September 2020. The Code has been published in the Gazette of India, however, the date on which the Code will come into effect is yet to be notified. The Company will assess the impact when Code and rules thereon will be notified and will record any related impact in the period the Code and rules thereon becomes effective.

ii) Movement in fair value of gratuity and compensated absences (**` in Lakhs**)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Present value of obligation as at the beginning of the period	647.98	601.98	335.06	326.90
Interest Cost	44.06	40.64	21.95	22.06
Current Service Cost	39.27	35.24	24.66	22.64
Benefits Paid	(3.43)	(17.37)	(3.45)	(4.63)
Acquisition/(Divestiture)	-	-	-	-
Actuarial (Gain)/Loss on obligation	(2.40)	(14.02)	(21.36)	(31.93)
Present value of obligation as at the End of the period	725.49	646.46	356.86	335.06

iii) **The amounts recognized in the Profit and Loss account** (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Service Cost	39.27	35.23	23.83	22.66
Net Interest Cost	(2.59)	21.07	22.79	22.07
Remeasurements	-	-	(28.56)	(27.30)
Expense recognized in the Statement of Profit and Loss	36.69	56.30	18.05	17.42

iv) **Amount recorded as Re-measurement (Gain) / Loss in Other Comprehensive Income (OCI)** (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2022	As at March 31, 2021
Net cumulative unrecognized actuarial gain/(loss) opening	-	-
Actuarial (gain) / loss for the year on PBO	2.40	28.08
Actuarial (gain) /loss for the year on Asset	(1.92)	(5.21)
Defined benefit (gain) /loss cost recognized in other comprehensive income	0.48	22.88

v) **Movement in the fair value of plan assets** (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2022	As at March 31, 2021
Fair value of plan assets at the beginning of the year	686.05	486.78
Expected return on plan assets	44.73	81.74
Employer contribution	1.28	134.91
Benefits paid	(3.43)	(17.38)
Fair value of plan assets at the end of the year	728.63	686.04

vi) **Major categories of plan assets (as percentage of total plan assets)** (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2022	As at March 31, 2021
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer *	100%	100%
Bank Balance	-	-
Total	100%	100%

* In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

vii) **Principal Actuarial Assumptions** (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
i) Discounting Rate	7.23	6.80	7.23	6.80
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60.00	60.00	60.00	60.00
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)		100% of IALM (2012 - 14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00	3.00	3.00	3.00
From 31 to 44 years	2.00	2.00	2.00	2.00
Above 44 years	1.00	1.00	1.00	1.00

Note:

- (a) Discount rate is based on the prevailing market yields of Govt. of India Securities as at Balance Sheet date for the estimated term of the obligations.
- (b) The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

		(` in Lakhs)
Particulars		Gratuity
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period		725.49
Impact due to increase of 0.50%		(26.25)
Impact due to decrease of 0.50%		28.20
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period		725.49
Impact due to increase of 0.50%		28.54
Impact due to decrease of 0.50%		(26.78)

Note:

- (a) Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- (b) Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

ix) Maturity Profile of defined benefit obligation

		(` in Lakhs)
Expected Cash flows for next 10 years		Gratuity
0 to 1 Year		187.98
1 to 2 Year		53.71
2 to 3 Year		9.64
3 to 4 Year		26.07
4 to 5 Year		11.65
5 to 6 Year		9.70
6 Year onwards		421.27

- 34** In respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the Company had bid and paid an upfront premium of ` 6,120 lakhs, the Company has decided to shelve off the project as the State Hydro Power Policy is not aligned with Ministry of Environment and Forest (MOEF) Policy of Government Of India which prohibits the implementation of a hydro power project in wild life /eco sensitive zone areas. In view of this, the Company has filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement.

The management had the assessment that, the amount was fully recoverable. The provision of 50% of ` 3,060 lakhs against deposit and ` 681.84 lakhs against Consultancy and other expenses incurred on the project was been recorded on the basis of expected recoverability taking into consideration credit risk in earlier years. Subsequently, on April 06, 2022, the Company has received ` 6,120 lakhs as full and final settlement from the Government of Himachal Pradesh. Hence, the provision of 50% amount against deposits i.e. ` 3,060 lakhs has been reversed and recognised as other non operating income. Also, the provision for ` 681.84 lakhs has been written off during the year.

35 OTHER MATTERS**A. With respect to the Subsidiary Company:****(i) Impairment of Property, Plant and Equipment's**

As on March 31, 2022, the Company has net worth of ` 1,06,096.38 lakhs (Previous Year- ` 1,01,511.12 lakhs) and accumulated profits of ` 150.34 lakhs as at March 31, 2022 (Previous Year- Accumulated losses amounting ` 9,680.05 lakhs). Based on financial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that profits will continue to accrue on account of expected increase in tariff and there are no impairment indicators and hence no adjustments are required to the carrying amount of property, plant and equipment on account of impairment and the Company will have sufficient cash flow to meets its future obligations.

(ii) Dispute related to parties using the transmission line

On October 17, 2019, the Central Electricity Regulatory Commission (CERC) passed an Order on the Dedicated Transmission System of the Company for using the transmission line for transmitting the energy in which CERC stated the following:

- a) With regards to transmission charges, CERC approved the capital cost of Dedicated Transmission System at ` 23,892 lacs as against the capital cost submitted by the Company of ` 41,661 lacs (on the date of COD)/

` 45,284 lacs (with additional capitalization) and accordingly determined the annual fixed cost (Transmission Tariff) for using transmission line for the period 2011-12 to 2018-19. Accordingly, the Company determined the amount invoiced over and above the amount which should have been invoiced based on capital cost and fixed cost determined by CERC for the above stated period amounting to ` 9,668.08 lacs. The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations ("regulations") for the period 2009-14 and 2014-19 and Electricity Act, 2003.

With respect to matter detailed in (a) above, the Company had filed an appeal against the CERC Order before Appellate Tribunal for Electricity (APTEL) in October 2019. APTEL vide Order dated 17.10.2019 stayed the CERC's order so far as raising adjustment of bills was concerned along with the direction to continue to issue the future bills in accordance with the CERC Order till the appeal is finally disposed-off. The Respondents were directed to pay charges in terms of the order for use of the transmission line of ADHPL. The Company has accordingly started raising the invoices based on the CERC order effective 18th October, 2019 and recognized as transmission income.

Accordingly, the trade receivables aggregating to ` 2,921.85 lakhs related to the aforesaid amount are considered good and fully recoverable and in the opinion of the Management no provision is required in respect of possible exposure aggregating to ` 6,746.23 lakhs towards amount already collected from the users of Dedicated Transmission Line till March 31, 2022.

Pending litigation and final decision on the appeal by APTEL, the Management, based on the legal opinion, is of the view that the above CERC Order is not legally tenable and would not have any material liability on the Company.

- (b) With regards to transmission losses, CERC directed to share the losses between the parties using the transmission line on the basis of weekly average losses in proportion to the scheduled energy on weekly basis instead of a flat charge of 4.75% charged by the Company as per the Interim Power Transmission Agreement (IPTA) signed between parties and accordingly directed the Northern Regional Load Despatch Centre (NRLDC) to re-compute the same which is presently under stay. However, the management is confident that the actual transmission losses to be computed by NRLDC would not be materially different in comparison with current flat charge of 4.75% and there would not be any material impact on the financial statements.

(iii) Dispute with Himachal Pradesh State Electricity Board Limited (HPSEBL)

Himachal Pradesh State Electricity Board Limited (HPSEBL) had withheld an amount of ` 316.68 lakhs on account of energy not supplied to them because of shut down of plant on date August 20, 2010. The Company had initiated the arbitration proceedings to the recover the said amount. In 2015, the Hon'ble Arbitrator had decided the matter in favour of HPSEBL against which the Company has preferred an appeal before the Hon'ble High Court of Shimla. Currently the matter is under adjudication. The management is of the view that it had already informed HPSEB about the shut down as the schedule was given of Nil power for the period of shut down, therefore the claim of HPSEB is not legally tenable. However the entire receivable of ` 316.68 lakhs has been provided by the Company in the earlier years.

36 FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

II Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

(i) Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	(` in Lakhs)	
	As at March 31, 2022	As at March 31, 2021
Variable rate borrowings	-	3,591.61
Fixed rate borrowings	7,436.64	23,508.45
Total	7,436.64	27,100.06

(ii) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarises the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2022 and March 31, 2021.

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Effect on Profit if Interest Rate - decrease by 25 basis points	-	2.28
Effect on Profit if Interest Rate - increases by 25 basis points	-	(2.28)

b) Price risk

The Group is not exposed to any price risk as there is no investment in equities outside the Group and the Group doesn't deal in commodities.

(c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the group. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Group periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Group considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

Expected Credit Loss (ECL) for financial assets (**` in Lakhs**)

Financial assets to which loss allowance is measured using lifetime / 12 months Expected credit loss(ECL)	As at March 31, 2022			As at March 31, 2021		
	Gross Carrying Amount	Expected credit loss/ write off	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss/ write off	Carrying amount net of impairment provision
Loan to Employees	61.25	-	61.25	65.95	-	65.95
Security deposit	16.34	-	16.34	11.36	-	11.36
Advance for Bara Banghal project	6,801.84	681.84	6,120.00	6,801.84	3,741.84	3,060.00
Advance recoverable from HPSEBL	1,870.04	-	1,870.04	1,863.14	-	1,863.14
Trade receivables	5,641.07	316.68	5,324.39	4,504.28	316.68	4,187.60
Cash and Cash Equivalents	1,773.25	-	1,773.25	1,446.18	-	1,446.19
Bank Balance	6,276.17	-	6,276.17	6,473.78	-	6,473.78
Others	29.80	-	29.80	162.76	-	162.76
Total	22,469.76	998.52	21,471.24	21,329.29	4,058.52	17,270.78

The group is in the power generation sector. The group on the basis of its past experience and expectation basis best information available on date is confident on realizing all of its dues from its customers.

Movement in expected Credit loss allowance (**` in lakhs**)

Particulars	As at March 31, 2022	As at March 31, 2021
Balance at the beginning of the year		
- Trade receivable	316.68	316.68
- Advance for Bara Banghal project	3,741.84	3,741.84
Add : Provision for expected credit loss recognize during the year	-	-
Less : Provision reverse during the year	(3,741.84)	-
Add : Written off during the year	681.84	-
Balance at the end of the year	998.52	4,058.52

(d) Liquidity risk

Liquidity risk is defined as the risk that group will not be able to settle or meet its obligation on time or at a reasonable price. The Group's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the group's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(` in Lakhs)

As at March 31, 2022	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	815.07	2,203.90	4,417.67	7,436.64
Trade payables	1,890.58	124.30	79.21	2,094.09
Interest accrued but not due on loan from financial institution	156.35	-	-	156.35
Capital Creditors	6.74	-	-	6.74
Sundry Deposits	45.23	-	-	45.23

(` in Lakhs)

As at March 31, 2021	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	4,500.79	7,703.50	14,897.77	27,102.06
Trade payables	1,174.76	-	-	1,174.76
Interest accrued but not due on loan from financial institution	123.71	-	-	123.71
Capital Creditors	6.74	-	-	6.74
Sundry Deposits	45.39	-	-	45.39

37 CAPITAL MANAGEMENT

(a) Risk management

The Company's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during 2018-19 and 2019-20 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Net Debt	7,436.64	11,514.01
Total Equity	142,947.71	125,488.46
Net Debt to Equity Ratio	0.05	0.09

38 FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in lakhs)

particulars	As at March 31, 2022				As at March 31, 2021			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Loan to Employees	-	-	61.25	61.25	-	-	65.95	65.95
Security deposit	-	-	16.34	16.34	-	-	11.36	11.36
Advance for Bara Banghal project	-	-	6,120.00	6,120.00	-	-	3,060.00	3,060.00
Advance recoverable from HPSEBL	-	-	1,863.14	1,863.14	-	-	1,863.14	1,863.14
Trade receivables	-	-	5,324.40	5,324.40	-	-	4,187.60	4,187.60
Cash and Cash Equivalents	-	-	1,773.25	1,773.25	-	-	1,446.19	1,446.19
Bank Balance	-	-	6,276.17	6,276.17	-	-	6,473.78	6,473.78
Others	-	-	29.80	29.80	-	-	162.76	162.76
Total financial assets	-	-	21,464.35	21,464.35	-	-	17,270.78	17,270.78
Borrowings	-	-	21,182.70	21,182.70	-	-	27,100.06	27,100.06
Trade Payables	-	-	2,094.09	2,094.09	-	-	1,055.64	1,055.64
Interest accrued but not due on loan from financial institution	-	-	156.35	156.35	-	-	192.76	192.76
Capital Creditors	-	-	6.74	6.74	-	-	12.81	12.81
Sundry deposit	-	-	45.23	45.23	-	-	37.56	37.56
Total financial liabilities	-	-	23,485.11	23,485.11	-	-	28,398.83	28,398.83

39 RATIOS

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Variances (%)	Explanation-if change in ratio more than 25% from preceding year.
(a) Current ratio (in times)	Total current assets	Total current liabilities	4.21	1.62	158.83	Due to increase in current assets and corresponding decrease in current liabilities, ratio have significantly increased in current year.
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.50	1.84	(72.56)	On account of complete repayment of borrowings by MPCL during FY 2021-22, the ratio has come to 0.50, resulting in 73% Variance.
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	adjustments Debt service = Interest and lease payments + Principal repayments	1.34	1.16	15.59	No Major Variance
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	1.48	0.42	253.15	Variance is due to increase in profits made during the year on account of higher revenue and writing back of provisions.
(e) Inventory turnover ratio,	Cost of Good Sold	Average Inventory	4.74	4.14	14.33	No Major Variance.
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	7.77	6.40	21.48	No major variance
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	1.91	2.94	(35.25)	Decrease in ratio is due to increase in average trade payables on account of operational expenses due to be paid and provisions made during the year.
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e Total current assets Less Total Current liabilities)	4.21	5.05	(16.53)	No Major Variance

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Variances (%)	Explanation-if change in ratio more than 25% from preceding year.
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	0.59	0.25	138.48	Variance is due to increase in profits made during the year on account of higher revenue and writing back of provisions.
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	0.17	0.08	113.99	Due to higher profits made during the year, return on capital employed has also increased.

Note - Return on Investment Ratio is not Applicable to the Company.

40 OTHER STATUTORY INFORMATION:

- The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- The Group does not have any transactions with companies struck off.
- The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Group have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries).
- The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

41 CORPORATE SOCIAL RESPONSIBILITY (CSR)

Where the company covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
(i) Amount required to be spent by the company during the year,	211.20	234.85
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	6.95	9.61
(b) On purposes other than (a) above	114.83	101.59
(iii) Shortfall at the end of the year,	98.00	128.00
(iv) Total of previous years shortfall,	90.64	-
(v) Reason for shortfall,	On account of ongoing projects	On account of ongoing projects
(vi) Nature of CSR activities,	Promotion of Health Care Promotion of Education Environment Sustainability and Ecological Balance Women Empowerment	Promotion of Health Care Promotion of Education Environment Sustainability and Ecological Balance Women Empowerment
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard.	-	-
(viii) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

- 42 The Board of Directors of the Company in its meeting held on October 20, 2021 had declared an interim dividend of ` 1.20 per equity share of face value ` 10 per share amounting to ` 1,770.31 lakhs.

- 43** Effective April 01, 2019, the Group adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 3761.42 lakhs as at April 01, 2019 as disclosed in Note 3.

44 TITLE DEEDS OF IMMOVABLE PROPERTIES NOT HELD IN THE NAME OF THE COMPANY

Details of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:

With respect to the Subsidiary Company:

Relevant line in the Balance Sheet	Description of items of property	Gross carrying value	Title deeds held in the name of	Whether the title deed holder is a promoter, director or relative of # promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	2.2158 hectares	₹ 566.32	Concerned Landowners	No	The addl. pvt. land was purchased between 2005 to 2014	The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. The addl. pvt. land was mainly purchased as per requirement during construction phase. The entire land is in possession of the company, The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Govt.. Permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	0.5142 hectares	₹ 139.43	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

- 45** The Ministry of home affairs issued Order No.40-3/2020 dated March 24, 2020, notified electricity among the essential services in its guidelines which continued to operate during lock down in the crises situation of COVID-19, declared as pandemic by World Health Organization. The Group's business being generation and sale of electricity is covered under essential services which is least impacted due to COVID-19. The Group believes that so far, there is no significant impact of COVID-19 pandemic on the financial position and performance of the Group. Further, the Group is not expecting any significant change in estimates as of now as the Group is running its business and operations as usual without any major disruptions.
- 46** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure on account of amendments in schedule III.

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjhunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Noida
Date : May 02, 2022

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts Rs.in lakh)

S.No.	Particulars	Details
1	Name of the subsidiary	AD Hydro Power Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 1, 2021 to March 31, 2022
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	-
4	Share capital	56,015.28
5	Reserves & surplus	141.74
6	Total assets	130,174.16
7	Total Liabilities	74,017.14
8	Investments	Nil
9	Turnover	25,580.73
10	Profit before taxation	9,830.39
11	Provision for taxation	-
12	Profit after taxation	9,830.39
13	Proposed Dividend	Nil
14	% of shareholding	88%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations - not applicable
- Names of subsidiaries which have been liquidated or sold during the year. - not applicable

Part "B": Associates and Joint Ventures is not applicable

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjunwala
Chairman and Managing Director
DIN:- 00060972

Rahul Varshney
Director
DIN:- 03516721

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Noida
Date : May 02, 2022

ANNUAL REPORT
OF



AD HYDRO POWER LIMITED

CIN : U40101HP2003PLC026108

CORPORATE INFORMATION

CHAIRMAN - EMERITUS

Mr. L. N. Jhunjhunwala

CHAIRMAN & DIRECTOR

Mr. Ravi Jhunjhunwala

DIRECTORS

Mr. Om Prakash Ajmera, Director, CEO & CFO

Ms. Tima Iyer Utne

Mr. Rahul Varshney

Dr. Kamal Gupta

Mr. Tantra Narayan Thakur

KEY EXECUTIVES

Mr. Pankaj Kapoor, Manager Cum Plant In-Charge(Operations)

Mr. R.K. Khaitan, Vice President

COMPANY SECRETARY

Mr. Arvind Gupta

STATUTORY AUDITORS

Deloitte Haskins & Sells LLP, Gurgaon

INTERNAL AUDITORS

M/s Ashim & Associates,
Chartered Accountants,
New Delhi

FINANCIAL INSTITUTIONS / BANKERS

International Finance Corporation - Washington

IndusInd Bank Limited

IDBI Trusteeship Services Limited

REGISTERED OFFICE

Village Prini, P. O. Jagat Sukh, Tehsil - Manali

Distt. Kullu (H.P.) - 175 143

Phone : 01902-250183 / 184

Fax : 01902 - 251798

CORPORATE OFFICE

Bhilwara Towers

A-12, Sector - 1

Noida - 201 301 (NCR - Delhi)

Phone : 0120 - 4390000 (EPABX)

Fax : 0120 - 4277841

Website : www.adhydropower.com

LIAISON OFFICE

Bhilwara Bhawan

40-41, Community Centre

New Friends Colony

New Delhi - 110 025

Phone : 011-26822997

CIN: U40101HP2003PLC026108

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2021-22

To The Members AD Hydro Power Limited

The Board of Directors of the Company are pleased to present their Nineteenth Annual Report on the business and operations of the Company and audited financial statements for the year ended 31st March, 2022 together with the Independent Auditors' Report.

1. FINANCIAL PERFORMANCE

(` in millions)

Particulars	For the financial year ended	
	31st March 2022	31st March 2021
Revenue from operations	2,558.07	1,761.99
Other Income	54.71	134.14
Total Revenue	2,612.79	1,896.13
Operating and Administrative Expenses	784.23	705.46
Operating Profit before Interest, Depreciation & Tax	1,828.56	1,190.67
Depreciation & Amortization Expenses	496.86	538.57
Profit/ (Loss) before finance costs and Exceptional Items and Tax	1,331.70	652.10
Finance Costs	348.66	386.32
Exceptional Items	-	-
Profit/(Loss) before tax	983.04	265.78
Tax Expenses	-	48.92
Net Profit/(Loss)	983.04	216.86
Other Comprehensive Income	(0.86)	3.50
Total Comprehensive Income/(Loss) for the year	982.18	220.36
Surplus brought forward from previous year	(968.01)	(1,188.37)
Balance available for appropriation	982.18	220.36
Balance Carried to Balance Sheet	14.17	(968.01)
Earning Per Share (in `)		
i) Basic	1.75	0.39
ii) Diluted	1.75	0.39

OVERALL PERFORMANCE AND THE STATEMENTS OF AFFAIRS OF THE COMPANY ARE AS UNDER:

The Company recorded revenue from operations of ` 2,558.07 million during the financial year 2021-22 as compared to ` 1,761.99 million in the previous financial year. The Net profit during the financial year 2021-22 was at ` 983.04 million as compared to net profit of ` 216.86 million in the previous financial year. The generation during the year stood at 637.45 Million kWh in the financial year 2021-22 as compared to 640.51 Million kWh in the previous financial year 2020-21.

2. DIVIDEND

Your Directors do not propose final dividend for the financial year 2021-22.

3. TRANSFER TO RESERVES

The Company has not transferred any amount to the General Reserve for the financial year 2021-22.

4. SUBSIDIARY, ASSOCIATE COMPANIES OR JOINT VENTURES

There is no subsidiary or associate or joint venture of the Company.

5. MATERIAL CHANGES AND COMMITMENTS

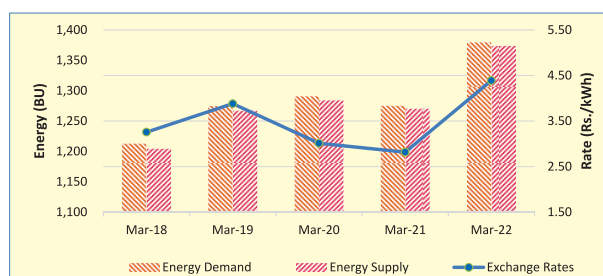
No material changes and commitments, affecting the financial positing of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

6. INDUSTRY POTENTIAL & DEVELOPMENT

India is the third largest producer and consumer of electricity in the world with all India installed power generation capacity as on 31.03.2022 stood at 399.50 GW comprising of 236.11 GW from Thermal, 46.72 GW from Hydro, 6.78 GW from Nuclear and 109.89 GW from Renewable.

During the fiscal year 2021-22, the energy availability was 1,374 BU as against requirement of 1,380 BU kWh with a marginal shortfall of 0.4% and peak demand met was 200 GW as against peak demand of 203 GW with a marginal shortfall of 1.2%. The average monthly market clearing price at the Indian Energy Exchange (IEX) remained moderate taking the average price to ` 4.39/kWh in 2021-22 @ Regional Periphery. During 2021-22, total short term power transactions were approximately 14% of yearly generation. The following "Table-1" indicates the energy demand/ supply along with exchange rates during last 5 years.

Table 1: Energy Demand/ Supply & Exchange rates during last 5 years.



During the FY 2021-22, Central Electricity Regulatory Commission (CERC) issued notification dated 21st March 2022 on National Open Access Registry (NOAR) which started its operation from 1st May 2022. It provide a single point electronic interface for all the stakeholders, availing short term open access in inter-State transmission system including short term customers, state distribution utilities, state/central/IPP generators, trading licensees, Power Exchanges, NLDC, RLDCs, SLDCs. Due to applicability of NOAR platform, the centralized controlling of power transmission is easier as well as it provides better management & operation of power transmission in ISTS. Severe scarcity of coal for power generation which started from mid- February'2022 clubbed with rise in day temperature resulted into exchange prices upward movements and remains in the highest range for most of the time. Concerned with high energy cost, CERC on 1st April 2022 directed exchanges to cap the price at ` 12/ kWh for DAM and RTM segments. Further, from 6<sup>th</sup> May 2022, CERC also capped the exchange price at ` 12/kWh on all the market segments (DAM, GDAM, RTM, Intra-day, Day Ahead Contingency and Term-Ahead, GTAM) till 30th June 2022.

Recently, CERC notification dated 7th June 2022 also notifies the regulation on "Connectivity and General Network Access to the inter-State Transmission System" which provides non-discriminatory access to the inter-State transmission system for an estimated maximum injection and for a consumer to draw for a specified period and the buying entity/ trader/ exchanges are only eligible for booking of transmission corridor under T-GNA after adjustment of POC transmission charges against the LTA quantum approved by Central Transmission Utility (CTU) for the buying entity. This is in line with the concept of "one nation, one grid".

In the Last two financial years, India have witnessed a country wide lock down due to Covid pandemic and causing a severe slowdown in industrial and economical activities. After several waves of Covid and lockdown, nearly all industrial & economic activities are now working at their full capacity. All India power consumption is also showing an increasing trend as most of the industrial and commercial activities are allowed by the Government. Peak power demand met touched the milestone figure of approx. 211 GW in June 2022 itself and it can be ascertained that the peak power demand will increase further in near future thereby creating more opportunities for Merchant Power Plants in catering such increased demand for power.

Going forward, it is expected that the demand may grow steadily during the coming months as commercial establishments and economic activities continue their full operational capacities to cater to the continued economic growth of the country, creating more volume in the power market with strengthening of financials of Discoms. Moreover, Indian Power Market may further deepen its roots so as to create a more vibrant and robust power sector if adequate policy support is provided particularly to the private players.

7. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by under the Companies Act, 2013.

Your Company is committed to achieving the higher standard of Corporate Governance by application of the

best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their economic and reputational interest.

The majority of the Board comprises of Non-Executive Directors including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

8. INTERNAL CONTROL SYSTEMS AND ADEQUACY THEREOF

The Company has an adequate internal control system commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. The Company has a well-defined organizational structure, authority levels, delegation of powers and internal rules and guidelines for conducting business transactions.

9. PERSONNEL

a) Industrial relations

The industrial relations during the period under review generally remained cordial at all the plants of the Company without any untoward incidents.

b) Particulars of employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

10. PUBLIC DEPOSITS

The details in regard to deposits, covered under Chapter V of the Companies Act, 2013 are mentioned hereunder:

a) Amount accepted during the year	Nil
b) Amount remained unpaid or unclaimed as at the end of the year	Nil
c) Default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved	
i) at the beginning of the year	-N/A-
ii) maximum during the year	-N/A-
iii) at the end of the year	-N/A-

The company does not have deposits which are in contradiction of Chapter V of the Act.

Your Company has not invited any deposits from public/ shareholders in accordance with Chapter V of the Companies Act, 2013.

11. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the regulators or courts or tribunals during the financial year 2021-22, impacting the going concern status and company's operations in future.

12. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year, the Board made the following appointments/re-appointments:

Re-appointments

- During the year, Ms. Tima Iyer Utne (DIN: 06839949) would have retired by rotation at the ensuing Annual General Meeting and, being eligible, had offered herself for re-appointment and the members had approved her re-appointment.
- Mr. Rahul Varshney (DIN: DIN 03516721) who was earlier appointed as Additional Director on the Board of the Company w.e.f. 2nd February 2021 was appointed as Director of the Company.

Your Directors further inform the members that declarations have been taken from the Independent Directors at the beginning of the financial year stating that they meet the criteria of independence as specified under sub-section (6) of Section 149 of Companies Act, 2013.

A declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, along with a declaration as provided in the Notification dated October 22, 2019, issued by the Ministry of Corporate Affairs (MCA), regarding the requirement relating to enrolment in the Data Bank for Independent Directors, has been received from all the Independent Directors, along with declaration made under Section 149(6) of the Act. In the opinion of the Board, Independent Directors possesses integrity, expertise and vast experience including proficiency.

Appointments & Resignations

During the year, there was no other change/resignation in the Board of Directors.

Your Directors further inform the members that declarations have been taken from the Independent Directors at the beginning of the financial year stating that they meet the criteria of independence as specified under sub-section (6) of Section 149 of Companies Act, 2013.

Proposed Re-appointments in the ensuing 19th Annual General Meeting of Company

- To appoint a Director in place of Mr. Rahul Varshney (DIN: 03516721), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
- To re-appoint Mr. Pankaj Kapoor, as Manager under applicable provisions of the Companies Act, 2013 for a period of 2 years commencing from 4th February, 2022 to 3rd February, 2024.

Key Managerial Personnel

Mr. Om Prakash Ajmera, Director, CEO & CFO, Mr. Pankaj Kapoor, Manager and Mr. Arvind Gupta, Company Secretary are the Key Managerial Personnel of the Company as on 31st March, 2022, in accordance with the provisions of Section 203 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

14. NOMINATION AND REMUNERATION POLICY

The Board, on the recommendation of the Nomination & Remuneration Committee approved a policy for appointment and removal of Directors, Key Managerial Personnel and Senior Management and their remuneration. The policy is appended as **Annexure-III** forming part of this Report.

15. MEETINGS OF THE BOARD

The Board of Directors had met 4 (four) times during the financial year 2021-22. The meetings of the Board were held on 12th May 2021, 2nd August 2021, 2nd November 2021 and 1st February 2022 respectively.

The attendance for the above mentioned meetings were as follows:

S. No.	Name of Director	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Director	4	4
2.	Ms. Tima Iyer Utne	Non-Executive Director	4	4
3.	Dr. Kamal Gupta	Non-Executive Independent Director	4	4
4.	Mr. Tantra Narayan Thakur	Non-Executive, Independent Director	4	4
5.	Mr. Rahul Varshney	Director	4	4
6.	Mr. Om Prakash Ajmera	Director, CEO & CFO	4	4

16. COMMITTEE MEETINGS

At present, the Board has three Committees: (i) Audit committee, (ii) Nomination and Remuneration Committee, (iii) Corporate Social Responsibility Committee.

According to requirements under the Companies Act, 2013, the meetings of the Committees of the Board were conducted as and when required and their decisions and recommendations were duly accepted by the Board.

The following are the compositions and attendance of the above mentioned committees.

(i) AUDIT COMMITTEE

As per section 177 of the Companies Act, 2013, your Board has constituted an Audit Committee whose roles and responsibilities are to review the Company's financial results, review Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were duly accepted by the Board during the financial year 2021-22. The composition as well as the Audit Committee meetings held in the financial year 2021-22 is as below:

Composition of the Committee

All the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee. The Company Secretary acts as the Secretary to the Committee.

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjhunwala	Member	Chairman and Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

Meetings and attendance

The Audit Committee had met four times during the financial year to review the financial statements and the Internal Audit Reports of the Company. The meetings were held on 12th May 2021, 2nd August 2021, 2nd November 2021 and 1st February 2022 respectively.

- The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman	4	4
2.	Dr. Kamal Gupta	Member	4	4
3.	Mr. Tantra Narayan Thakur	Member	4	4

(ii) NOMINATION AND REMUNERATION COMMITTEE

As per section 178 of the Companies Act, 2013, your Board had constituted Nomination and Remuneration Committee. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. The NRC policy may be accessed on the Company's website.

<https://www.adhydropower.com/certificatepdf/ADHPL%20NRC%20Policy.pdf>

The Composition of the Committee is as under:

For the financial year 2021-22, the composition of the Nomination and remuneration Committee was as follows:

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjhunwala	Member	Chairman and Director
2	Ms. Tima Iyer Utne	Member	Non-Executive Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director
4	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

The Company Secretary acts as the Secretary of the Committee.

Meetings and attendance

The Nomination and Remuneration Committee had met one time during the financial year. The meeting was held on 1st February 2022 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Member	1	1
2.	Ms. Tima Iyer Utne	Member	1	1
3.	Dr. Kamal Gupta	Member	1	1
4.	Mr. Tantra Narayan Thakur	Member	1	1

(iii) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Your Company has been diligently following the Corporate Social Responsibility policies. As part of its initiatives under Corporate Social Responsibility (CSR), the Company had undertaken projects in the areas of promotion of Education, taking initiatives towards Community Service and rural development, Healthcare, Plantation & Environmental Development, Protection of art, culture etc. These projects were in accordance with the CSR Policy of the Company and Schedule VII of the Companies Act, 2013 and Rules made thereunder.

As per the Companies Act, 2013, all the companies which having net worth of ` 500 crore or more, or a turnover of ` 1000 crore or more, or a net profit of ` 5 crore or more are required to constitute CSR Committee of the Board of Directors comprising three or more Directors out of which atleast one should be the Independent Director. All such Companies are required to spend atleast 2% of its average net profit on the three preceding financial years on the CSR related activities. The CSR policy may be accessed on the Company's website at the following link:

https://www.adhydropower.com/certificatepdf/ADHPL-%20CSR%20Policy_2016.pdf

The Annual Report on CSR activities is enclosed as **Annexure VI**, forming part of this report. The following is the composition mentioned for the CSR committee of the Company.

The composition of the Corporate Social Responsibility Committee is as under:

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjhunwala	Member	Chairman & Director
2	Ms. Tima Iyer Utne	Member	Non-Executive Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director

Meetings and attendance

The committee had met four times on 12th May 2021, 2nd August 2021, 2nd November 2021 and 1st February 2022 respectively. The attendance for the committee is as follows:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Director	4	4
2.	Ms. Tima Iyer Utne	Non-Executive Director	4	4
3.	Dr. Kamal Gupta	Non-Executive Independent Director	4	4

(iv) INDEPENDENT DIRECTORS' MEETING

During the financial year 2021-22, the Independent Directors met on 10th March 2022, without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Managing Director and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(v) BOARD EVALUATION:

The Board is responsible for undertaking a formal annual evaluation of its own performance, committees and individual Directors with a view to review their functioning and effectiveness and to determine whether to extend or continue the term of appointment of the independent directors. During the year, the Board carried out the performance evaluation of itself, Committees and each of the executive directors/non-executive directors/independent directors excluding the director being evaluated. The evaluation of performance of Independent Director is based on the criteria laid down in the Nomination and Remuneration policy which includes knowledge and experience in the field of power sector, legal, finance and CSR activities. Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its committee and its member individually was adjudged satisfactorily.

17. MEETING OF THE MEMBERS

The Annual General meeting of the members was held on 24th September 2021.

18. VIGIL MECHANISM /WHISTLE BLOWER

The Board on the recommendation of Audit Committee has adopted a Whistle Blower Policy. The details of the same are disclosed on the website of the Company and a weblink thereto is as under:

https://www.adhydropower.com/certificatepdf/ADHPL_Whistle%20Blower%20Policy%20Board%20approved_.pdf

19. INTERNAL FINANCIAL CONTROL (IFC) SYSTEM AND THEIR ADEQUACY:

The Directors are responsible for laying down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively. As per Section 134(5) (e) of the Companies Act, 2013, the Directors' Responsibility Statement shall state the same.

Your Company has adopted the IFC framework as guidance, for ensuring adequate controls and its effectiveness within the company. The process of assessment of IFC would require setting up of an internal controls function in the organization. The Accounts & Finance Team has been trained to implement and evaluate the design and operating effectiveness of the IFC framework. The framework also focuses on internal controls over financial reporting (ICFR) that are put in place to develop and maintain reliable financial data, and to accurately present the same in a timely and appropriate manner. The framework refers to the policies and procedures adopted by the company for ensuring , orderly and efficient conduct of its business, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, timely preparation of reliable financial information.

The IT controls provide reasonable assurance of achieving the control objectives related to the processing of financial information within the computer processing environment. IT controls ensures appropriate functioning of IT applications and systems built by the organization to enable accurate and timely processing of financial data.

Your Company deploys best in class applications and systems which streamline business processes, to improve performance and reduce costs. These systems provide seamless integration across modules and functions resulting into strong MIS platform and informed decision-making by the Management.

The company has adequate and effective internal financial control in place which is being periodically evaluated. The Company has put in place strong internal control systems and best in class processes commensurate with its size and scale of operations. Internal Financial Control is a continuous process operating at all levels within the Company.

The ICFR is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with applicable accounting principles and policies & procedures.

20. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

21. STATUTORY AUDITORS

The members had appointed **M/s Deloitte Haskins & Sells LLP**, (Firm Registration Number is 117366W /W-100018), Chartered Accountants, as the Statutory Auditors of the Company on 27th September 2017 for a term of 5 years, to hold office from the conclusion of the 14th Annual General Meeting until the conclusion of the 19th Annual General Meeting of the Company. Further the statutory auditors have further confirmed that the said appointment, when made, was within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and also the statutory auditor is not disqualified under section 141(3)

of the Companies Act 2013.

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Statutory Auditors expressed an unmodified opinion in the audit reports with respect to audited financial statements for the financial year ended March 31, 2022. The Auditors' Report does not contain any qualification, reservation adverse remark or disclaimer which requires any explanation from the Board of Directors.

22. COST AUDITORS

The Cost Audit for financial year ended March 31, 2021 was conducted by M/s K.G. Goyal & Co., Cost Accountants (Firm Registration No. 0017). The Cost Audit Report in XBRL mode for financial year ended March 31, 2021 was filed within the due date. The Cost Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Based on the Audit Committee recommendations at its meeting held on 1st February 2022, the Board has approved the re-appointment of M/s K.G. Goyal & Co., Cost Accountants (Firm Registration No. 0017), as the Cost Auditors of the Company for the financial year 2021-22 at a remuneration of ₹ 0.50 lakhs plus service tax and out of pocket expenses that may be incurred by them during the course of audit. As required under the Companies Act, 2013, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Member's ratification for the remuneration payable to M/s K.G. Goyal & Co., Cost Auditors is included in the Notice convening the Annual General Meeting.

23. SECRETARIAL AUDITORS

The Company had appointed M/s. P. Kathuria & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2021-22, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure IV** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation adverse remark or disclaimer.

24. INTERNAL AUDITORS

Based on the Audit Committee recommendations, the Board had appointed M/s. Ashim & Associates, Chartered Accountants as the Internal Auditors of the Company for a period of three years i.e. FY 2020-21, FY 2021-22 and FY 2022-23, subject to review of their performance from time to time.

25. REPORTING OF FRAUD BY THE AUDITORS'

During the year under review, the Statutory Auditor, Secretarial Auditor, Cost Auditor and Internal Auditor of the Company have not reported any matter under section 143(12) of the Companies Act, 2013. Therefore, no detail regarding reporting of fraud is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

26. RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. Further, the Company has in place Operations & Steering Committee (OSC) and a Policy thereto, which interalia includes the Risk Management Policy including mitigation plans. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The annual strategic planning done by OSC provides platform for identification, analysis, treatment and documentation of key risks. It is through this annual planning process that key risks and risk management strategies are communicated to the Board. The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

27. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that:

- In preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same;
- They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2022 and of the profit of the Company for the year under review;
- They have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safe guarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- They have prepared the annual accounts on a going concern basis;
- that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

29. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return (to be made available) on the website of the Company.

30. GENERAL DISCLOSURE

- The Board of Directors would like to share with you that as on the date of approving the Directors' Report, your company AD Hydro Power Limited has become 100% subsidiary of the holding company, Malana Power Company Limited (MPC) after MPCL acquired the 6,71,97,201 (12%) shares from International

Finance Corporation on 1st August 2022. The company is now wholly owned subsidiary MPCL.

- The company has maintained the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and accordingly such accounts and records are made and maintained by the company.
- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. No complaints were received during the financial year 2021-22.
- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- During the year, there was no change in the issued share capital of the company.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported during the Financial Year 2021-22.
- The Company is in compliance of all the applicable secretarial standards issued by The Institute of Company Secretaries of India, issued from time to time.
- The Company has nothing to report as it has not made any application or subject to any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year/ end of the financial year.

- The Company has nothing to report for the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

31. ACKNOWLEDGEMENT

Your Directors' place on record their sincere appreciation for the co-operation and support received by your Company from the Ministry of Power, Government of Himachal Pradesh, Ministry of Corporate Affairs, Central and State Government and other government agencies, Lenders, Banks, Financial Institutions, CERC, HPERC, HPSEBL, PTC India Limited, Statkraft Markets Private Limited India Energy Exchange and our valued customers, who have continued their valuable support and encouragement during the year under review. The Board also thanks the employees at all levels, for the dedication, commitment and hard work put in by them for Company's achievements.

Your involvement as shareholders is greatly valued and appreciated. The Directors look forward to your continuing support.

**For and on behalf of the
Board of Directors**

Ravi Jhunjunwala

Chairman and Director

(DIN 00060972)

Address: Bhilwara towers, A-12,
Sector-1, Noida-201301

ANNEXURE – I TO THE DIRECTORS' REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

S. No.	Name of top 10 Employees in terms of remuneration	Designation	Remuneration (in ` Million)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment, held, Organisation, Designation & Duration	Shareholding	Nature of employment	Whether employee is relative of Director
1	Arvind Kr. Sharma	D.G.M.-Civil	50.26	Diploma in civil-1994, Corr B Tech Civil-2013	30	53	17-Dec-07	Lanko green power Ltd. as Sr Manager for 4 months.	Nil	Permanent	No
2	Pankaj Kapoor	Vice President	35.07	BE Electrical Engg.1983	37	62	4-Sep-18	HPSEB as Chief Engg.- Generation. 34 years	Nil	Permanent	No
3	Ramesh Kr. Khaitan	Vice President	33.86	BSc HONS.1974	48	71	18-Sep-06	JK Diary and foods Ltd. as Chief commercial manager for 6 years.	Nil	Contractual	No
4	Jai Raj Chopra	Sr. Manager - Mechanical	31.99	B.E Mechanical-1999,	23	50	1-Sep-06	SSJV Project as Mechanical Engineer for 3 years.	Nil	Permanent	No
5	Rajiv Katyal	Sr. Manager - Electrical	30.20	B. Tech Electrical 2003	19	45	1-Jul-03	Joind as GET on 1/7/03 at MPCL Jari	Nil	Permanent	No
6	Yashwant Thakur	Sr. Manager - Mechanical	29.99	B. Tech Mechanical -1999	19	48	1-Jan-05	Fitewll Constructions 2 years	Nil	Permanent	No
7	Tapesh Atri	Manager - Electrical	29.56	Dip. In Elect. 1987	32	53	14-Nov-05	H.P. Equipments Pvt Ltd. 3 Years	Nil	Permanent	No
8	Deepak Tikoo	Manager - EHS	27.67	MBBS-1997	24	52	21-Dec-05	Acharya Shri Chander Collage 3 years	Nil	Permanent	No
9	Rajneesh Chauhan	Manager - Electrical	27.22	Dip. In Elect.1995	24	47	24-Mar-00	Lalji Solar Elect Ltd. 4 years	Nil	Permanent	No
10	Sanjay Rana	Manager - Mechanical	25.22	Dip. In Mech. 1996	27	51	12-Dec-05	India International House Ltd. 4 Yrs	Nil	Permanent	No

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ` millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

ANNEXURE II TO THE DIRECTORS' REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

(A) CONSERVATION OF ENERGY

- a) the steps taken or impact on conservation of energy;
 - i. Installation of VFDs in PH on Cooling Water pumps for Generator & Transformers
 - ii. Replacement of conventional lighting with LED lighting in PH, Switch Yard & remote sites
- b) The steps taken by the Company for utilizing alternate sources of energy: NIL
 The capital investment on energy conservation equipment: Total amount spent in the last 10 Years ` 2.426 million.

(B) TECHNOLOGY ABSORPTION

- (i) The efforts made towards technology absorption: As above
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Energy saved worth ` 20.829 million
- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) – Nil
 - (a) the details of technology imported: Nil
 - (b) the year of import: Nil
 - (c) whether the technology been fully absorbed: NA
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development: Nil

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(` In Millions)

S. No.	Particulars	2021-22	2020-21
I	Foreign Exchange Outgo		
	Traveling and conveyance	0.00	0.05
	Financial charges	0.00	0.75
	CER Expenses	0.00	0.00
	CER Expenses	0.00	0.00
	Others	0.00	0.00
	Total	0.00	0.08
II	Foreign Exchange Earnings		
	Others (Sale of Certified Emission Rights)	13.93	1.13

ANNEXURE III TO THE DIRECTORS' REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013 and Rules made thereunder, AD Hydro Power Limited is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company already had a Remuneration Committee with three Non-Executive Directors. In order to align the same with the provisions of the Companies Act, 2013, and Rules made thereunder from time to time, the Board of Directors at their meeting held on the 16th March, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules made thereunder, applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

1. OBJECTIVE

The Key Objectives of the Committee would be:

- a) to advise the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management of the Company.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

- (a) "Act" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- (b) "Board" means Board of Directors of the Company.
- (c) Key Managerial Personnel (KMP), means:
 - i. Chief Executive Officer or the managing director or the manager;
 - ii. Company Secretary,
 - iii. Whole-time Director;
 - iv. Chief Financial Officer; and
 - v. such other officer as may be prescribed.
- (d) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- a) reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy, with the objective to diversify the Board;
- b) to recommend to the Board the appointment and removal of Director or key management personnel or Senior Management Personnel.
- c) to carry out evaluation of Director's performance.
- d) assessing the independence of independent directors;
- e) to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- f) making recommendations to the Board on the remuneration/fee payable to the Directors/ KMPs/Senior Officials so appointed/re-appointed;
- g) ensure that level and composition of remuneration of Directors, KMP's and Senior Management is reasonable and sufficient. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- h) to devise a policy on Board diversity;
- i) to develop a succession plan for the Board and Senior Management and to regularly review the plan;
- j) such other key issues/matters as may be referred by the Board or as may be necessary in view of the provision of the Companies Act, 2013 and Rules made thereunder.

4. MEMBERSHIP

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.
However, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee, but shall not chair such Committee.

- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairman of the Committee shall be a Non-executive Director.
- b) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. POLICY ON BOARD DIVERSITY

The Nomination and Remuneration Committee shall ensure that Board of Directors have the combination of Directors from different areas /fields or as may be considered appropriate in the best interest of the Company. The Board shall have atleast one Board member who has accounting/ financial management expertise.

11. NOMINATION DUTIES

The duties of the Committee in relation to nomination matters include:

1. Ensuring that there is an appropriate induction & training program in place for new Directors and members of Senior Management and reviewing its effectiveness;
2. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
3. Determining the appropriate size, diversity and composition of the Board;
4. Follow a formal and transparent procedure for selecting new Directors for appointment to the Board, Key Managerial Personnel's and Senior Management Personnel;
5. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
6. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
7. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
8. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
9. Considering any other matters as may be requested by the Board;

12. REMUNERATION DUTIES

The Committee will recommend the remuneration/fee to be paid to the Managing Director, Whole-time Director, other Directors, Key Managerial Personnel and Senior Management Personnel to the Board for their approval.

The level and composition of remuneration/fee so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration/fee to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Director/ Managing Director

Besides the above Criteria, the Remuneration/ compensation/ commission/fee to be paid to Director/ Managing Director/ Whole Time Director shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

2. Non-executive Independent Directors

The Non-Executive Independent Director may receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

3. Key Managerial Personnel's /Senior Management Personnel etc

The Remuneration to be paid to Key Managerial Personnel's/ Senior Management Personnel shall be based on the experience, qualification, performance and expertise of the related personnel and governed by the limits, if any prescribed under the Companies Act, 2013 and Rules made thereunder or any other enactment for the time being in force.

4. Directors' and Officers' Insurance

Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel's/ Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

13. EVALUATION/ ASSESSMENT OF DIRECTORS OF THE COMPANY

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performances of the Directors have been:

- Contributing to clearly defined corporate objectives & plans
- Obtain adequate, relevant & timely information from external sources
- Review of strategic and operational plans, objectives and budgets
- Regular monitoring of corporate results against projections
- Identify, monitor & take steps for mitigation of significant corporate risks
- Assess policies, structures & procedures
- Review management's succession plan
- Effective meetings
- Assuring appropriate board size, composition, independence, structure
- Clearly defining roles & monitoring activities of committees.
- Additionally, for the evaluation/assessment of the performances of Managing Director(s)/Whole Time Director(s) of the Company, following criteria may also be considered:
 - Leadership abilities
 - Communication of expectations & concerns clearly with subordinates
 - Direct, monitor & evaluate KMPs, senior officials

Evaluation on the aforesaid parameters will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors on the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

14. DISCLOSURE

The Remuneration policy and the evaluation criteria shall be disclosed in the Board's Report.

15. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

16. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case. However, this shall be subject to the approval of Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company.

ANNEXURE IV TO THE DIRECTORS' REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
AD Hydro Power Limited
(CIN: U40101HP2003PLC026108)
Village Prini, PO Jagat Sukh, Teh Manali,
Distt Kullu, Himachal Pradesh

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **AD Hydro Power Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on March 31, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(Not applicable to the Company during the period under review)**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): **(All the following Regulations including amendments, statutory modification or re-enactment thereto if any, from time to time are not applicable to the Company during the period under review)**
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (vi) Other law applicable specifically to the Company, as identified and on the basis of representation given by the management:
 - The Indian Electricity Act, 2003 and Rules/ Regulations made thereunder; and
 - The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act, 2013).

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Notified and effective from 1st July, 2015 and the revised version effective from October 1st, 2017).
- (ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.
(Not Applicable to the Company during the period under review)

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. -The changes in the composition of the Board of Directors during the period under review were carried out in compliance with the provisions of this Act.

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Normally adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. There was no dissenting vote for any matter.

I further report that I have relied on the representation made by the Company and its officers for system and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. Therefore, I am of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the Company's affairs.

This report is to be read with my letter of even date which is annexed as "**Annexure I**" and forms an integral part of this report.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

(PRADEEP KATHURIA)

FCS : 4655

CP : 3086

UDIN: F004655D000625253

**Place : New Delhi
Date : July 14, 2022**

'Annexure I'

To
The Members,
AD Hydro Power Limited
(CIN: U40101HP2003PLC026108)
Village Prini, PO Jagat Sukh, Teh Manali,
Distt Kullu, Himachal Pradesh

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by Statutory Auditor.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

(PRADEEP KATHURIA)

FCS : 4655

CP : 3086

UDIN: F004655D000625253

**Place : New Delhi
Date : July 14, 2022**

ANNEXURE V TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2021-22

1. **Brief outline on CSR Policy of the Company:** The Company's CSR activities are designed to serve, societal, local and national goals in all the locations where company operates. Through the CSR Policy, the company creates a significant and sustained impact on communities around the Plant location. The Company also provides opportunities for the Employees to contribute to these efforts through volunteering. More detailed in Point no. 16(iii) of Board Report.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Ravi Jhunjunwala	Chairman, Managing Director	4 (Four)	4 (Three)
2	Dr. Kamal Gupta	Member, Independent Director	4 (Four)	4 (Four)
3	Ms. Tima Iyer Utne	Member, Director	4 (Four)	4 (Four)

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

http://adhydropower.com/docs/ADHPL_CSR_Policy.pdf.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attached the report) : Not Applicable
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years(in `)	Amount required to be set-off for the financial year, if any (in `)
		Nil	Nil

6. Average net profit of the company as per section 135(5): ` 303.01 million

7. (a) Two percent of average net profit of the company as per section 135(5): ` 6.07 million
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
- (c) Amount required to be set off for the financial year, if any : Nil
- (d) Total CSR obligation for the financial year (7a+7b- 7c) : ` 6.86 million

8. (a) **CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year 2021-22 (in `)	Amount Unspent (in `)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
` 6.86 million	-	-	-	-	-

(b) Details of CSR amount spent against **ongoing projects** for the financial year: **Not Applicable**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Project duration.	Amount allocated for the project (in `).	Amount spent in the current financial Year (in `).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in `).	Mode of Implementation- Direct Yes/No)	Mode of Implementation - Through Implementing Agency
				State. District.						Name CSR Registration number.

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(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (in `)	(7) Mode of Implementation- Direct Yes/No)	(8) Mode of Implementation – Through Implementing Agency	
				State.	District.			Name	CSR Registration number
1.	Swachhta Abhiyan in Village Prini and nearby villages	Swachha Bharat Abhiyan	Yes	Himachal Pradesh	Kullu	` 1.74 Mn	Yes	-	-
2.	Company is providing training like sewing, tailoring etc. to local women for their capacity building	Women Empowerment	Yes	Himachal Pradesh	Kullu	` 0.11 Mn	Yes	-	-
3.	ADHPL Scholarship Scheme	Promoting Education	Yes	Himachal Pradesh	Kullu	` 0.75 Mn	Yes	-	-
4.	Distribution of school bags and stationary amongst children at Govt. primary schools	Promoting Education	Yes	Himachal Pradesh	Kullu	` 0.15 Mn	Yes	-	-
5.	Honorarium being paid to the teachers engaged for teaching at Govt. school	Promoting Education	Yes	Himachal Pradesh	Kullu	` 0.86 Mn	Yes	-	-
5.	Procurement of water tank for GSSS Bran	Promoting Education	Yes	Himachal Pradesh	Kullu	` 0.02 Mn	Yes	-	-
6.	Providing street lights at nearby villages for improving safety & village development work	Rural Development	Yes	Himachal Pradesh	Kullu	` 0.11 Mn	Yes	-	-]
7.	Construction of Kuhal in village Shuru : ` 3,67,915/-	Rural Development	Yes	Himachal Pradesh	Kullu	` 0.37 Mn	Yes	-	-
8.	Repair/renovation of School building at Village, Aleo, Dist. Kullu. Tree Plantations	Rural Development	Yes	Himachal Pradesh	Kullu	` 0.43 Mn	Yes	-	-
		Environment	Yes	Himachal Pradesh	Kullu	` 0.48 Mn	Yes	-	-
9.	Two Medical attendants honorarium for dispensary/ hospital at Community Health Centre, Manali	Healthcare	Yes	Himachal Pradesh	Kullu	` 0.29 Mn	Yes	-	-
10.	Support to Dr. Shruti More	Healthcare	Yes	Himachal Pradesh	Kullu	` 0.29 Mn	Yes	-	-
11.	Providing sanitary pads and vending machine for sanitary pads at different locations in Dist. Kullu	Healthcare	Yes	Himachal Pradesh	Kullu	` 0.05 Mn	Yes	-	-
12.	Installation of water cooler with purifier at Primary Health Centre (PHC) Nagar, Kullu	Healthcare	Yes	Himachal Pradesh	Kullu	Rs. 0.03 Mn	Yes	-	-
13.	Relief material provided during COVID-19 pandemic: 1. Support to fight COVID 19 pandemic for procuring 50 (Type D) oxygen cylinders for District Kullu through Sub-Divisional Magistrate Kullu District ` 8,00,000/- 2. Hypochlorite donated to Village Prini (Local Administration) for spraying during COVID 19: ` 5,310/- 3. PPEs and Masks donated to Lady Willindon hospital Manali : ` 3,76,670/-	Expenses related to COVID 19 pandemic	Yes	Himachal Pradesh	Kullu	` 1.18 Mn	Yes	-	-
TOTAL		` 6.86 Mn							

- (d) Amount spent in Administrative Overheads: Nil
- (e) Amount spent on Impact Assessment, if applicable: Not Applicable
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ` 6.86 million
- (g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in `)
(i)	Two percent of average net profit of the company as per section 135(5)	` 6.07 million
(ii)	Total amount spent for the Financial Year	` 6.86 million
(iii)	Excess amount spent for the financial year [(ii)-(i)]	` 0.79 million
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years: NIL

- (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in `)	Amount spent on the project in the reporting Financial Year (in `)	Cumulative amount spent at the end of reporting Financial Year. (in `)	Status of the project Completed/ Ongoing.
-	-	-	-	-	-	-	-	-

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year
(asset-wise details): Not Applicable

S. No.	Name of Asset	Not Applicable
(a)	Date of creation or acquisition of the capital asset(s).	-
(b)	Amount of CSR spent for creation or acquisition of capital asset.	-
(c)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	-
(d)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	-

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable

Ravi Jhunjunwala
Director and Chairman CSR Committee

Om Prakash Ajmera
Chief Financial Officer

INDEPENDENT AUDITORS' REPORT

To The Members of AD Hydro Power Limited Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of AD Hydro Power Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2022, and the Statement of Profit and Loss (including Other Comprehensive Loss), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its profit, total comprehensive Income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to Note 29.3 (ii) of the financial statements, which describes the uncertainty relating to the effects of outcome of litigation with three parties using the transmission line.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so,

consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during our audit or otherwise appears to be materially misstated.

- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive loss, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of

not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Loss, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, no remuneration has been paid by the Company to its directors during the year in accordance with the provisions of section 197 of the Act. Hence, reporting under this section is not applicable to the Company.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. <<refer note 29.1 to the financial statements>>
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. <<refer note 29.2(b) to the financial statements>>
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. <<refer note 18 to the financial statements>>
 - iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 34(vi) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that, to the best of its knowledge and belief as

disclosed in the note 34(vii) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity (ies), including foreign entity (ies) ("funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of Ultimate Beneficiaries.

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Vikas Khurana

(Partner)

(Membership No. 503760)

(UDIN: 225037604IUBTF7798)

Place: Gurugram

Date: May 11, 2022

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of AD Hydro Power Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and

maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note") and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material

misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note.

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Vikas Khurana

(Partner)

(Membership No. 503760)

(UDIN: 225037604IUBTF7798)

Place: Gurugram

Date: May 11, 2022

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
- (B) The Company does not hold any intangible assets.
- (b) The property, plant and equipment were physically verified during the year by the management which, in our opinion, provides for physical verification at reasonable intervals. According to the information and explanations given to us, no discrepancies were noticed on such verification.
- (c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment, according to the information and explanations given to us and based on the examination of the award letter and certificate of mutation provided to us provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date, except for the following:

Description of property	As at the Balance sheet date (in lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of Company
Freehold land located at Village Prini, District Kullu, Himachal Pradesh measuring 2.2158 hectares	566.32	Concerned Landowners	No	The land was purchased between 2005 to 2014. Mutation is pending as on March 31, 2022	' The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. Further, additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of the company. The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Government and permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh measuring 0.5142 hectares	139.43	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

- (d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) during the year.

- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

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- (ii) (a) The inventories were physically verified (except for stock lying with third party) during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stock held with the third parties at the year end, written confirmation has been obtained. No discrepancies of ten percent or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) (a) The Company has granted loans to employees, unsecured but has not made any investments in, provided any guarantee or security or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.

Amount in ` lakhs

Particulars	Loans
A. Aggregate amount provided during the year	10.39
- Others (employees)	
B. Balance outstanding as at balance sheet date in respect of above cases*	10.26
- Others (employees)	

*The amounts reported are at gross amounts, without considering provisions made.

- (b) The terms and conditions of the grant of all the above-mentioned loans granted, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.
- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
- (e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year,

has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

- (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.
- (iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) Undisputed statutory dues, including Income Tax, Goods and Services tax, Provident Fund, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities though there has been a delay in respect of remittance of Income Tax, Goods and Services Tax and Provident Fund dues. We have been informed that the provisions of the Employees' State Insurance Act, 1948, Sales Tax, Services Tax, duty of Custom, duty of Excise, Value Added Tax are not applicable to the Company. There were no undisputed amounts payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Services Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.
- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below:

Name of statue	Nature of dispute	Forum where dispute is pending	Period to which amount relates	Amount (' in lakhs)
The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW)	The Building & Other Construction Workers Welfare Cess	High Court, Himachal Pradesh	January 01, 2005 to July 31, 2012	1,459.58

- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The Company has not raised any funds on short-term basis and hence reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company does not have any subsidiaries, associates or joint ventures and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports issued to the Company during the year and covering the period up to December 31, 2021 and the draft of the internal audit reports were issued after the balance sheet date covering the period January 1, 2022 to March 31, 2022 for the period under audit.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For Deloitte Haskins & Sells LLP

Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Vikas Khurana
(Partner)
(Membership No. 503760)
(UDIN: 225037604IUBTF7798)

Place: Gurugram
Date: May 11, 2022

BALANCE SHEET AS AT MARCH 31, 2022

		(` in Lakhs)	
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
ASSETS			
1 Non - current assets			
(a) Property, plant and equipment	3	120,999.00	125,928.21
(b) Financial assets			
(i) Trade receivables	8	2,921.85	2,921.85
(ii) Loans	4	11.92	16.25
(iii) Others	5	3.40	38.40
(c) Non-current tax assets	15	946.55	11.10
(d) Other non current assets	6	15.57	14.04
		124,898.29	128,929.85
2 Current assets			
(a) Inventories	7	823.47	885.42
(b) Financial assets			
(i) Trade receivables	8	1,613.76	731.33
(ii) Cash and cash equivalents	9	853.95	1,207.37
(iii) Bank balances other than (ii) above	10	1,805.99	4,378.60
(iv) Loans	4	15.46	18.59
(v) Others	5	7.30	109.24
(c) Other current assets	6	155.94	173.13
		5,275.87	7,503.68
Total Assets		130,174.16	136,433.53
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	12	56,015.28	56,015.28
(b) Other equity	13	50,072.50	45,495.84
Total Equity		106,087.78	101,511.12
LIABILITIES			
1 Non - current liabilities			
(a) Financial liabilities			
(i) Borrowings	14	21,221.57	30,146.20
(b) Provisions	17	167.96	158.18
		21,389.53	30,304.38
2 Current liabilities			
(a) Financial liabilities			
(i) Short term Borrowings	14	815.07	3,295.77
(ii) Trade payables	18		
- total outstanding dues of micro and small enterprises		-	-
- total outstanding dues of creditors other than micro and small enterprises		1,478.87	883.79
(iii) Other financial liabilities	16	173.54	137.93
(b) Provisions	17	35.88	6.18
(c) Current tax liabilities	15	-	149.15
(d) Other current liabilities	19	193.49	145.21
		2,696.85	4,618.03
Total Equity and liabilities		130,174.16	136,433.53

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjhunwala
Director
DIN:-00060972

O.P. Ajmera
Director, CEO & CFO
DIN:-00322834

Rahul Varshney
Director
DIN:-03516721

Arvind Gupta
Company Secretary
M. No.: F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)			
Particular	Note No.	Year ended March 31, 2022	Year ended March 31, 2021
I Revenue from operations	20	25,580.73	17,619.89
II Other Income	21	547.12	1,341.36
III Total Income		26,127.85	18,961.25
IV Expenses			
Open access charges		1,530.17	1,297.26
Bulk power transmission charges [Refer Note 29.1(g)]		2,915.00	2,449.57
Employee benefits expenses	22	1,549.93	1,367.84
Finance costs	23	3,486.61	3,863.23
Depreciation and amortisation expenses	24	4,968.59	5,385.72
Other expenses	25	1,847.16	1,939.77
Total expenses		16,297.46	16,303.39
V Profit before tax		9,830.39	2,657.86
VI Tax expense:			
Current tax	26	-	489.23
Total tax expense		-	489.23
VII Profit for the year (V-VI)		9,830.39	2,168.63
VIII Other comprehensive income/(loss)			
- Items that will not be reclassified subsequently to profit or loss			
- Re-measurement gains/ (losses) on defined benefit plans		(8.60)	42.89
- Income Tax relating Re-measurement losses on defined benefit plans		-	(7.89)
Other comprehensive income/(loss) for the year		(8.60)	35.00
IX Total comprehensive income for the year		9,821.79	2,203.63
Earnings per equity share (Face value of ₹ 10/- each)			
- Basic (In ₹)	27	1.75	0.39
- Diluted (In ₹)	27	1.75	0.39

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjhunwala
Director
DIN:-00060972

O.P. Ajmera
Director, CEO & CFO
DIN:-00322834

Rahul Varshney
Director
DIN:-03516721

Arvind Gupta
Company Secretary
M. No.: F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

A. Equity share capital

1 Current reporting period

(` in lakhs)

Particulars	Balance as at April 01, 2021	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2021	Changes in equity share capital during the current year	Balance as at March 31, 2022
Authorised					
70,00,00,000 equity shares of ` 10 each	70,000.00	-	70,000.00	-	70,000.00
Issued, Subscribed and fully paid-up					
56,01,52,841 equity shares of ` 10 each fully paid	56,015.28	-	56,015.28	-	56,015.28

2 Previous reporting period

(` in lakhs)

Particulars	Balance as at April 01, 2020	Change in equity share capital due to prior period errors	Restated balance as at April 01, 2020	Changes in equity share capital during the current year	Balance as at March 31, 2021
Authorised					
70,00,00,000 equity shares of ` 10 each	70,000.00	-	70,000.00	-	70,000.00
Issued, Subscribed and fully paid-up					
56,01,52,841 equity shares of ` 10 each fully paid	56,015.28	-	56,015.28	-	56,015.28

B. Other Equity

1 Current reporting period

(` in lakhs)

	Deemed Equity Contribution	Retained earnings	Total
Balance as at April 01, 2021	55,175.89	(9,680.05)	45,495.84
Profit for the year	-	9,830.39	9,830.39
Other comprehensive loss during the year	-	(8.60)	(8.60)
Total	55,175.89	141.74	55,317.63
Repayment of deemed equity during the year [(Refer Note 29.3 (iv))]	(5,245.13)	-	(5,245.13)
Balance as at March 31, 2022	49,930.76	141.74	50,072.50

2 Previous reporting period

(` in lakhs)

	Deemed Equity Contribution	Retained earnings	Total
Balance as at April 01, 2020	-	(11,883.68)	(11,883.68)
Profit for the year	-	2,168.63	2,168.63
Other comprehensive income during the year, net of tax	-	35.00	35.00
Total	-	(9,680.05)	(9,680.05)
Reclassification to Other equity [Refer Note 29.3 (iv)]	55,175.89	-	55,175.89
Balance as at March 31, 2021	55,175.89	(9,680.05)	45,495.84

Nature and Description of Reserves:

(i) Retained earnings:

Retained earnings constitute the accumulated profits earned by the Company till date, less dividend (including dividend distribution tax) and other distribution made to the shareholders.

(ii) **Deemed Equity Contribution**

Deemed equity contribution consists of contribution from the holding company. [Refer Note 29.3 (iv)]

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

ICAI Firm Registration Number: 117366W/W-100018

Chartered Accountants

Vikas Khurana

Partner

For and on behalf of the Board of Directors of

AD Hydro Power Limited

Ravi Jhunjhunwala

Director

DIN:-00060972

O.P. Ajmera

Director, CEO & CFO

DIN:-00322834

Rahul Varshney

Director

DIN:-03516721

Arvind Gupta

Company Secretary

M. No.: F7690

Place : Gurugram

Date : May 11, 2022

Place : Noida

Date : May 02, 2022

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022

Particular	(` in Lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash flow from operating activities		
Profit before tax	9,830.39	2,657.86
Adjustments for:		
Depreciation and amortisation expenses	4,968.59	5,385.72
(Gain)/Loss on disposal of property, plant and equipment	21.49	(11.32)
Finance cost	3,486.61	3,863.23
Interest Income	(289.23)	(522.67)
Working Capital changes:		
Increase in trade receivables	(882.43)	(405.78)
Decrease in financial assets - loans	-	143.63
Decrease in other financial assets	35.00	-
(Increase)/Decrease in other current asset	15.66	(1.53)
Decrease in inventories	61.95	7.82
(Decrease)/Increase in other financial liabilities	1.03	(72.64)
(Decrease)/Increase in Provisions	48.08	(84.79)
(Decrease)/Increase in trade payables	595.08	(13.85)
(Decrease)/Increase in other current liabilities	48.28	(121.13)
Cash generated from operations	17,940.50	10,824.54
Income-taxes paid	(1,101.27)	(406.73)
Net cash flow from operating activities	16,839.23	10,417.81
B. Cash flow from investing activities		
Purchase of property, plant and equipment	(64.14)	(83.17)
Proceeds from sale of property plant and equipment.	3.25	30.90
Loans given during the year	(10.39)	(10.66)
Loans repaid during the year	17.33	11.96
Fixed deposits placed during the year	(1,805.99)	(25,579.00)
Fixed deposits matured during the year	4,378.60	26,424.25
Interest received	391.17	529.24
Net cash flow from investing activities	2,909.83	1,323.52
C. Cash flow from financing activities		
Repayment of borrowings	(11,405.32)	(3,416.61)
Interest paid	(3,452.03)	(10,140.71)
Repayment of deemed equity during the year [(Refer Note 29.3 (iv))]	(5,245.13)	-
Net cash used in financing activities	(20,102.48)	(13,557.32)
Net decrease in Cash and Cash equivalent	(353.42)	(1,815.99)
Cash and Cash equivalent at the beginning of the year	1,207.37	3,023.35
Cash and Cash equivalent at year end (Refer Note No. 9)	853.95	1,207.37

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP

ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
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For and on behalf of the Board of Directors of
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DIN:-03516721

Arvind Gupta
Company Secretary
M. No.: F7690

Place : Gurugram
Date : May 11, 2022

Place : Noida
Date : May 02, 2022

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1 CORPORATE INFORMATION

AD Hydro Power Limited (hereinafter referred to as 'the Company') is engaged in the generation of hydroelectric power. The Company has set up 192 MW hydroelectric power generation project, out of which, part of the project (Allain side) has started commercial production in 2010-11 and balance portion of the project on Duhangan side has started commercial production in 2011-12.

The Company has the necessary permission from the Government of Himachal Pradesh to own, operate & maintain the project and sell power for a period of forty years from the date of commercial operation i.e. July 29, 2010 with the option to avail a further extension for a maximum period of twenty years after renegotiation of terms and conditions.

The Company is a company limited by shares incorporated in India. It's parent Company is Malana Power Company Limited.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.2 Summary of significant accounting policies

a. Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects both current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I Service Concession Arrangements

Management has assessed applicability of Appendix D "Service Concession Arrangements" to Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II Useful lives and residual value of property, plant and equipment

Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed periodically, including at each financial year end.

III Claims and Litigations

The Company is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Company reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Company establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Company's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Company evaluates, among other factors, the degree of probability of an unfavorable outcome and the ability to make a reasonable estimate of the amount of the loss. The Company does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Company determined that there were no matters that required an accrual as of March 31, 2022 other than

the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

IV Deferred tax assets

The Company reviews the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and recognized to the extent that it is probable that sufficient taxable profits will be available to utilize the deferred tax asset including MAT credit.

V Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its PPE to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is an indication at the end of a reporting period that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount.

b. Revenue Recognition

The Company recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Company's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectability is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Unscheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis.

In an arrangements where the Company sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Company has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Company expects to be entitled from a customer, net of returns and allowances, discounts, volume rebates and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER), Carbon Credit Entitlement / Certified Emission Reductions ("CER")

The Company recognize carbon emission reduction "CER" income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain these carbon emission reduction. The Company recognise CER value at average price of open contract for sale of CER with customers.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

c. Inventory Valuation

Inventories comprising of components and stores and spares are valued at lower of cost and net realizable value. Scrap is valued at net realizable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

d. Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in Statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the Statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The Company has used the following useful life to provide depreciation on its Property, Plant and Equipment.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Pressure shaft, Head Race Tunnel, Upstream etc related to civil work)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipment's	3-6
Office equipment's	5

e. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years. The Company has considered the useful life of 3 years to provide amortization on Software.

The intangible assets are assessed for impairment whenever there is indication that the intangible assets may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

f. Leases

The Company assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (1) The contract involves the use of an identified asset,
- (2) The Company has substantially all of the economic benefits from use of the identified asset, and
- (3) The Company has the right to direct the use of the identified asset.

Company as a lessee

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at

cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

Leases where the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount.

h. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Equity instrument in subsidiary carried at cost.

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in the finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

As at March 31, 2022, the Company does not have any debt instrument measured at FVTPL or FVTOCI.

Equity investments

All equity investment (other than equity investment in subsidiary) in scope of Ind AS 109 are measured at fair value. Equity instruments in subsidiary are carried at cost in financial Statements less impairments, if any. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The contractual rights to receive cash flows from the asset have expired, or
- When the Company transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralized borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is reclassified to profit or loss. In contrast, on derecognition of an investment in an equity instrument which the Company has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is not reclassified to profit or loss, but is transferred to retained earnings.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- b) Trade receivables or any contractual right to receive cash or another financial asset.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L).

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i. Foreign currency

Transactions in foreign currencies are initially recorded by the company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

j. Retirement and other employee benefits

1 Defined Contribution Plan:

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

2 Defined Benefit Plan:

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with

ICICI Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Company contributes to the Company Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note no 31.3

The Company recognises the following changes in the net defined benefit obligation under Employee benefit expense in the statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

k. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off

the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

l. Non Current Assets held for sale

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The company treats sale/ distribution of the asset or disposal company to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

m. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o. Contingent Liability

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p. Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q. Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The

amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

r. Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on the reporting date, the Company does not have any financial instrument which has been measured either through FVTPL or FVTOCI.

s. Current versus Non-Current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- 1 Expected to be realised or intended to be sold or consumed in normal operating cycle
- 2 Held primarily for the purpose of trading
- 3 Expected to be realised within twelve months after the reporting period, or
- 4 Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- 1 It is expected to be settled in normal operating cycle
- 2 It is held primarily for the purpose of trading
- 3 It is due to be settled within twelve months after the reporting period, or
- 4 There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

t. Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

u. Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

v. Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) the nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) the instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21 related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for Financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations- The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.
- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.
- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework.
- (vi) Ind AS 106 Exploration for and evaluation of mineral resources; Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting- The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the financial statements of the Company.

3 PROPERTY, PLANT AND EQUIPMENT

(` in Lakhs)

Particulars	Hydraulic Work	Building and Roads	Computers & Networks	Electric Installations	Freehold Land	Furniture and Fixtures	Office Equipments	Plant & Equipment	Transmission Line (Refer Note 2 below)	Vehicles	Total
Gross Block											
As at April 1, 2020	83,643.19	27,217.43	74.72	447.18	3,055.81	141.78	137.12	49,285.32	42,367.20	138.95	206,508.70
Additions	-	-	6.67	43.96	-	2.61	0.76	13.28	-	15.90	83.16
Disposals	-	-	1.42	0.40	-	0.50	1.37	-	26.60	12.56	42.83
As at March 31, 2021	83,643.19	27,217.43	79.98	490.75	3,055.81	143.89	136.51	49,298.60	42,340.60	142.28	206,549.03
Additions	-	-	2.55	0.12	-	0.50	46.07	0.23	-	14.65	64.14
Disposals	-	-	22.91	5.23	-	125.93	14.38	48.88	-	14.42	231.74
As at March 31, 2022	83,643.19	27,217.43	59.63	485.64	3,055.81	18.46	168.21	49,249.95	42,340.60	142.52	206,381.43
Accumulated depreciation											
As at April 1, 2020	24,894.62	20,752.69	62.12	391.67	-	130.43	100.88	15,783.36	13,070.26	72.35	75,258.38
Charge for the year	1,772.04	1,645.01	5.27	11.39	-	1.16	12.53	1,036.11	889.55	12.65	5,385.72
Disposals	-	-	1.34	0.38	-	0.28	1.30	-	8.21	11.74	23.26
As at March 31, 2021	26,666.66	22,397.70	66.05	402.68	-	131.31	112.11	16,819.47	13,951.60	73.25	80,620.84
Charge for the year	1,772.04	1,224.23	4.49	12.24	-	1.34	14.09	1,036.56	888.97	14.63	4,968.59
Disposals	-	-	22.33	4.97	-	119.70	13.66	35.03	-	11.32	207.00
As at March 31, 2022	28,438.70	23,621.93	48.21	409.95	-	12.95	112.54	17,821.00	14,840.57	76.56	85,382.43
Net Block as at March 31, 2021	56,976.53	4,819.73	13.93	88.07	3,055.81	12.58	24.40	32,479.13	28,389.00	69.03	125,928.21
Net Block as at March 31, 2022	55,204.49	3,595.50	11.42	75.69	3,055.81	5.51	55.67	31,428.95	27,500.03	65.96	120,999.00

NOTES:

All the assets are owned by the Company except as mentioned otherwise.

1. Building and roads includes cost of roads ` 129.03 lakhs constructed on land acquired for the project.
2. Gross block of transmission line includes payment for 'Rights to use' amounting to ` 5,253.98 Lakhs and accumulated depreciation of ` 1,515.74 lakhs as on March 31, 2022 (including depreciation charged during the year is of ` 131.35 lakhs). 'Right to use' is an irrevocable perpetual right of use of land, but the ownership of land does not vest with the Company.
3. Land includes ` 2,999.04 lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of Company has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers amounting ` 705.75 lakhs and the mutation is in progress. (Refer Note 39)
4. Refer note no. 14 for the information on Property, Plant and Equipment hypothecated as security.

4. LOANS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good (measured at amortised cost)				
Loans to employees	11.92	16.25	15.46	18.59
Total	11.92	16.25	15.46	18.59

5. OTHER FINANCIAL ASSETS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Interest accrued on banks deposits	-	-	7.30	109.24
Amount paid under protest#	35.00	35.00	-	-
Less : Amount written off during the year	(35.00)	-	-	-
Deposits with original maturity period of more than 12 months*	3.40	3.40	-	-
Total	3.40	38.40	7.30	109.24

*Fixed deposit of ₹ 3.40 Lakhs (previous year ₹ 3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority.

#Refer note 29.1(c)

6. OTHER ASSETS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Security deposits	12.32	7.34	-	-
Advances to employees	-	-	16.69	23.03
Prepaid expenses	3.25	6.70	98.81	97.19
Advances to Suppliers				
- Unsecured, considered good	-	-	40.43	52.91
- Unsecured, considered doubtful	-	-	24.40	24.40
Less: provision for doubtful advances	-	-	(24.40)	(24.40)
Total	15.57	14.04	155.94	173.13

7. INVENTORIES (LOWER OF COST AND NET REALIZABLE VALUE) (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Stores and spares*	823.47	883.39
Scrap	-	2.03
Total	823.47	885.42

* Includes store lying at third party location ₹ 55.63 lakhs (previous year ₹ 55.57 lakhs)

8. TRADE RECEIVABLES (₹ in Lakhs)

Particulars	Non-Current*		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Trade receivables				
- Unsecured, considered good	2,921.85	2,921.85	1,613.76	731.33
- Credit impaired	316.68	316.68	-	-
Less : Provision for expected credit loss	(316.68)	(316.68)	-	-
Total	2,921.85	2,921.85	1,613.76	731.33

* Refer Note No. 29.3 (ii) and (iii)

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	-	-	-	-
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	226.81	2,035.94	975.79	3,238.54
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	-	-	-	226.81	2,035.94	659.11	2,921.85

As at March 31, 2021	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	-	-	-	-	-	-	-
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	226.81	2,035.93	585.03	390.77	3,238.53
Disputed Trade Receivables -credit impaired	-	-	-	-	-	(316.68)	(316.68)
Total	-	-	226.81	2,035.93	585.03	74.09	2,921.85

Trade Receivables Ageing Schedule- Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	1,257.77	198.52	42.97	-	50.39	-	1,549.65
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Trade Receivable-Billed	1,257.77	198.52	42.97	-	50.39	-	1,549.65
Trade Receivable-Unbilled							64.11
Total							1,613.76

As at March 31, 2021	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	329.84	93.76	16.82	226.80	-	-	667.22
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - others	-	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Trade Receivable-Billed	329.84	93.76	16.82	226.80	-	-	667.22
Trade Receivable-Unbilled							64.11
Total							731.33

9. CASH AND CASH EQUIVALENTS

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Balances with banks:		
- Current accounts	153.66	125.05
- In Deposit Accounts (with original maturity less than 3 months)	697.00	1,080.00
Cash on hand	3.29	2.32
Total	853.95	1,207.37

10. BANK BALANCES

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Margin money (held as security)*	550.00	2,932.60
In deposit account	1,255.99	1,446.00
Total	1,805.99	4,378.60

*Out of total margin money ` 550 lakhs (previous year ` 2,414 lakhs) held as margin money with IDBI Trustee for repayments of borrowings and balance held as security deposit with banks for non fund based limit.

11. DEFERRED TAX

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognized only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax assets can be realized and the huge unabsorbed depreciation, the Company has not recognized deferred tax asset to the extent of ` 3,029.95 lakhs (Previous year ` 7,979.67) as on March 31, 2022.

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Tax effects constituting deferred tax assets		
Unabsorbed depreciation carried forward	23,642.82	28,946.27
Provision for employee benefits	51.30	47.86
MAT credit entitlement	-	1,809.87
Total Deferred tax assets (a)	23,694.12	30,804.00
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	(20,664.17)	(22,824.33)
Total Deferred tax liabilities (b)	(20,664.17)	(22,824.33)
Net deferred tax asset (a) +(b)	3,029.95	7,979.67

12. SHARE CAPITAL

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorized Shares		
700,000,000 (previous year 700,000,000) equity shares of ` 10 each	70,000.00	70,000.00
Issued, Subscribed and fully paid-up shares		
560,152,841 (previous year 560,152,841) equity shares of ` 10 each, fully paid	56,015.28	56,015.28
Total	56,015.28	56,015.28

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2022		As at March 31, 2021	
	Numbers of shares	(` in lakhs)	Numbers of shares	(` in lakhs)
Shares outstanding at the beginning of the year	560,152,841	56,015.28	560,152,841	56,015.28
Movement during the year	-	-	-	-
Shares outstanding at the end of the year	560,152,841	56,015.28	560,152,841	56,015.28

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ` 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) **Detail of shares held by the holding company:**

Particulars	As at March 31, 2022		As at March 31, 2021	
	Numbers of shares	(` in lakhs)	Numbers of shares	(` in lakhs)
Malana Power Company Limited, the holding company, alongwith its nominees	492,955,640	49,295.56	492,955,640	49,295.56

(d) **Details of shareholders holding more than 5% shares in the Company:**

Particulars	As at March 31, 2022		As at March 31, 2021	
	Numbers of shares	(in %)	Numbers of shares	(in %)
Name of the Share Holders				
Malana Power Company Limited	492,955,640	88.00%	492,955,640	88.00%
International Finance Corporation, Washington	67,197,201	12.00%	67,197,201	12.00%

(e) **Shares held by promoters**

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ` 10 each fully paid	Malana Power Company Limited	492,955,640	88%	492,955,640	88%
Total		492,955,640	88%	492,955,640	88%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

13. OTHER EQUITY

Particulars	(` in lakhs)
(A) Retained earnings:	
Balance as at April 1, 2020	(11,883.68)
Profit for the year	2,168.63
Other comprehensive income (net of tax)	35.00
Balance as at March 31, 2021	(9,680.05)
Profit for the year	9,830.39
Other comprehensive loss	(8.60)
Balance as at March 31, 2022	141.74
(B) Deemed Equity Contribution:	
Balance as at April 1, 2020	-
Reclassified in 2020-21 [Refer Note 29.3 (iv)]	55,175.89
Total Other Equity as at March 31, 2021	45,495.84
Repayment of deemed equity during the year [(Refer Note 29.3 (iv)]	(5,245.13)
Balance as at March 31, 2022	40,250.71
Total Other Equity as at March 31, 2022	50,072.50

Nature and Description of Reserves:

Retained earnings:

Retained earnings constitute the accumulated profits earned by the Company till date, less dividend (including dividend distribution tax) and other distribution made to the shareholders.

Deemed Equity Contribution

Deemed equity contribution consists of contribution from the holding company. [Refer Note 29.3 (iv)]

14. NON-CURRENT BORROWINGS

Particulars	Non-current	
	As at March 31, 2022	As at March 31, 2021
Term loans		
From banks (secured)	7,436.65	7,925.86
From financial institution (secured)	-	10,916.11
<i>Other loans</i>		
Loan - holding company (unsecured) [Refer Note (ii) below]	14,600.00	14,600.00
Less: Current maturities (disclosed in short term borrowings)	(815.07)	(3,295.77)
Total	21,221.57	30,146.20

14.1 Additional Disclosures**As at March 31, 2022**

Particulars	Carrying Value	Last Maturity date	Repayment terms
(i) Term Loan from Bank : (` in lakhs)			
IndusInd Bank Limited	7,436.65	August 31, 2027	Balance loan amount is repayable in 24 structured installments
(ii) Loan and advances from related party - holding company (unsecured)			
Malana Power Company Limited (Unsecured)	46,380.00	-	Subordinated loan agreement between the Company and the holding company. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full.
Less: Reclassified to Other Equity during the previous year [Refer Note 29.3 (iv)]	(31,780.00)		
Net loans and advances from related party-Holding Company	14,600.00		
Total	22,036.65		

(i) Term Loan from Bank :

The Company has taken Indian Rupee term loans from IndusInd Bank Limited. The loan is carrying fixed interest @ 6.20% per annum from Aug 01, 2021 till July 31, 2022, which was @ 8.00% per annum in previous year and upto July 31, 2021.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ` 8,000 lakhs) in case of default in repayment and has also pledge its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(ii) Loan and advances from related party - holding company (unsecured)

Term loan from holding company is unsecured and was given between the year 2006 to 2009 under the erstwhile Companies Act, 1956 as per the terms of the subordinated loan agreement between the company and the holding company. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full and the interest thereon is payable as per the conditions stipulated in the financing agreements. Also, refer note 29.3 (iv).

15. TAX (ASSETS)/LIABILITIES**(` in Lakhs)**

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for income tax	-	-	-	149.15
Advance income tax [net of provisions of ` 640.76 lakhs, ` 640.76 (2020-21)]	(946.55)	(11.10)	-	-
Tax (assets)/liabilities	(946.55)	(11.10)	-	149.15

16. OTHER FINANCIAL LIABILITIES**(` in Lakhs)**

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Capital creditors	-	-	6.74	6.74
Interest accrued but not due on loan from holding company	-	23,395.89	-	-
Less: Reclassified to Other Equity [Refer Note 29.3 (v)]	-	(23,395.89)	-	-
Net interest accrued but not due on loan from Holding Company	-	-	-	-
Deposit from contractors and others	-	-	10.45	9.42
Interest accrued but not due on loan from bank and financial institutions	-	-	156.35	121.77
Total	-	-	173.54	137.93

17. PROVISIONS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits:				
- Gratuity (Refer Note No. 31.3)	-	-	26.54	-
- Compensated absences (Refer Note No. 31.3)	167.96	158.18	9.34	6.18
Total	167.96	158.18	35.88	6.18

18. TRADE PAYABLES*

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Trade payables				
- total outstanding dues of micro and small enterprises (Refer Note below)	-	-	-	-
- total outstanding dues of creditors other than micro and small enterprises	-	-	1,478.87	883.79
Total	-	-	1,478.87	883.79

*There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME (refer details below)	-	-	-	-	-	-	-
Others	-	-	1,387.86	9.75	21.41	59.85	1,478.87
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	-	-	1,387.86	9.75	21.41	59.85	1,478.87

Ageing for trade payable outstanding as at March 31, 2021 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME (refer details below)	-	-	-	-	-	-	-
Others	-	-	802.65	9.98	4.64	66.52	883.79
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	-	-	802.65	9.98	4.64	66.52	883.79

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Micro, Small and Medium Enterprises

Details relating to micro, small and medium enterprises is disclosed below:-

Particulars	(` in Lakhs)	
	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

19. OTHER LIABILITIES

Particulars	(` in Lakhs)	
	Current	
	As at March 31, 2022	As at March 31, 2021
Statutory liabilities	86.22	64.33
Advance received for tower rerouting work	107.28	80.88
Total	193.49	145.21

20. REVENUE FROM OPERATIONS

Particulars	(` in Lakhs)	
	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Revenue from power supply (net)	24,895.67	16,944.48
b) Revenue from transmission income	685.06	675.41
Revenue from Operations (net)	25,580.73	17,619.89

21. OTHER INCOME

Particulars	(` in Lakhs)	
	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Interest income		
i) Financial assets held at Amortised cost		
- Interest on bank deposits	289.09	522.25
- Interest on employee loan	0.15	0.42
b) Others non operating income		
- Sale of certified emission reductions	139.29	236.82
- Insurance claim	0.89	358.02
- Miscellaneous income	117.70	212.53
c) Other gains		
- Gain on disposal of property, plant and equipment ("net")	-	11.32
Total	547.12	1,341.36

22. EMPLOYEE BENEFITS EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Salaries, wages and bonus	1,345.56	1,199.80
Contribution to provident and other funds (Refer Note no. 31.1)	79.26	71.27
Gratuity expenses (Refer Note no. 31.3)	17.95	35.01
Compensated absences expenses (Refer Note no. 31.3)	13.87	4.05
Workmen and staff welfare expenses	93.29	57.71
Total	1,549.93	1,367.84

23. FINANCE COSTS

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Interest cost		
- Interest on term loans	1,322.28	1,898.82
- On sub debt loan [Refer Note 29.3 (iv)]	1,394.30	1,394.30
- Interest others	175.55	14.74
b) Other borrowing costs		
- Financial and bank charges	594.47	555.37
Total	3,486.61	3,863.23

24. DEPRECIATION AND AMORTISATION EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Depreciation on property, plant and equipment	4,968.59	5,385.72
Total	4,968.59	5,385.72

25. OTHER EXPENSE

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Stores, spares & other consumables	249.55	304.14
Rent	46.52	47.68
Power and fuel	142.17	82.30
Repair and maintenance		
- Civil work	161.43	166.06
- Plant and machinery	141.60	284.81
- Others	66.66	19.10
Rates and taxes	5.47	0.83
Insurance	306.50	294.72
Payment to auditor (Refer Note (1) below)	18.31	16.14
Traveling and conveyance	23.65	17.63
Legal and professional expenses	134.65	211.96
Security arrangement expense	148.83	156.79
Social welfare expenses	63.25	18.65
Corporate social responsibility expenses (Refer Note (2) below)	68.62	50.50
Vehicle running and hiring expenses	113.54	90.75
Loss on disposal of property, plant and equipment	21.49	-
Miscellaneous expenses	134.92	177.71
Total	1,847.16	1,939.77

Notes :
(i) Payment to auditors (including taxes):

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
- Audit fees	17.11	15.34
- Fees for certification	0.59	-
- Reimbursement of expenses	0.61	0.80
Total	18.31	16.14

(2) Corporate social responsibility expenditure (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Amount required to be spent as per Section 135 of the Act	60.80	46.15
b) Amount spent during the year on the following:		
(i) Construction/Acquisition of any asset	-	0.76
(ii) On purposes other than (i) above	68.62	49.74
Total (i) + (ii)	68.62	50.50

Amount unspent as on March 31, 2022 is ₹ Nil (Previous year ₹ Nil)

26. TAX EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Current tax*	-	489.23
Total	-	489.23

*During the current year, the Company has opted for lower tax regime under section 115BAA at tax rate of 22%. Therefore, the Company is not eligible to carry forward its MAT credit under special tax regime.

(a) The income tax expense for the year can be reconciled to the profit before tax as follows: (₹ in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Accounting profit before Income-tax	9,830.39	2,657.86
At India's statutory income tax rate under lower tax regime of 25.16% (Previous year under normal tax regime- 29.12%)	2,474.11	773.97
Tax effect of depreciation and expenses that are not deductible for determining taxable profits	(144.28)	(322.50)
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(18.83)	(32.02)
	2,311.00	419.45
Tax expense	2,311.00	419.45
Less: Set off of carried forward unabsorbed depreciation	(2,311.00)	(419.45)
Net Income tax expense	-	-
Add: MAT on book profits	-	489.23
Income tax expenses reported in the Statement of Profit & Loss	-	489.23

(b) Items on which Deferred tax asset has not been recognized* (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Unabsorbed depreciation brought/carried forward	2,978.65	6,121.93
Provision for employee benefits	51.30	47.86
MAT credit entitlement	-	1,809.87
Total	3,029.95	7,979.67

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognized only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax assets can be realized and huge amount of unabsorbed depreciation, the Company has not recognized deferred tax asset to the extent of ₹ 3,029.95 lakhs (Previous year ₹ 7,979.67) as on March 31, 2022.

*Refer Note 11

27. EARNING PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Profit for the year attributable to owners of the Company (₹ in lakhs) (a)	9,830.39	2,168.63
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of share in lakhs) (b)	5,601.53	5,601.53
Basic and Diluted earning per share (in ₹) [(a) / (b)]	1.75	0.39
Diluted earning per share	1.75	0.39

28 SEGMENT REPORTING

The Company's activities involves generation and sale of hydro power. Also, the Company generates income from usage of its owned transmission line. Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

29 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

29.1 Contingent Liabilities*

(` in Lakhs)

Particulars	March 31, 2022	March 31, 2021
Claims against the Company not acknowledged as debt:		
Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	1,459.58	1,459.58
Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
Demand raised by Directorate of fisheries. Himachal Pradesh(refer note (c) below)	64.75	99.75
Demand of lease rentals by Himachal Pradesh Govt. for diverted forest land (refer note (f) below)	2,611.90	-

* Company believes that these claims/demands are not probable to be decided against the Company and therefore, no provision for the above is required.

Notes:

- (a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ` 1,459.58 lakhs on the Company under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 01, 2005 to July 31, 2012. The Company is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e from the date when the rules were notified and up to the date when factory license was granted to the Company). In view of this, there is no question of payment of Cess prior to December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on the Company's view has been already paid and provided for in the books of accounts. The Company had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (b) During 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ` 1,427 lakhs on the Company towards local area development fund (LADF). The amount was determined considering 1.5% of the final cost of the project of the Company of ` 1,60,700 lakhs (after considering the expenses already incurred by the Company of ` 984 lakhs). The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of the Company i.e. ` 92,200 lakhs in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the Company aggregating to ` 1,423 lakhs. Had these been considered/computed appropriately, the above demand would not arise. Management is of the view that the Company has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (c) The Department of Fisheries vide letter dated January 04, 2013 directed the Company to pay an amount of ` 99.75 lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. Management is of the view that the Company is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required.

The Company had received a demand of ` 99.75 lacs from Director-cum-Warden of Fisheries, Himachal Pradesh in lieu of the NOC granted on 04.01.2013 against which company filed a Writ Petition in the Hon'ble High Court of Himachal Pradesh in view of the fact that the streams utilized for the Project are not covered in the Negative List of the Department of Fisheries. The Hon'ble High Court of Himachal Pradesh vide order dated 28.03.2013 stayed the demand of Department of Fisheries by directing the company to deposit of ` 35 lacs which was deposited. Although, the company has a good case of merit, however in view of pending litigation for more than 9 years, it has been decided to write off ` 35 lakhs paid in terms of the order of the High Court. The balance amount of ` 64.75 Lacs is being considered as contingent liability.

- (d) The Company is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending

with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the Company is remote and thus these cases will not have any material impact on the financial statements and no provision is required.

- (e) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952.

Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company for the previous periods, if any, cannot be ascertained.

- (f) The Company has received a memorandum dated 15.02.2022 demanding ₹ 2,611.90 lakhs towards the lease money on 37.629 Hectares of forest land diverted for the execution of 192 MW Allain Duhangan HEP in Manali District Kullu. The Company has pursued the note and is of the view that the demand raised by the Government of Himachal Pradesh is not tenable in view of the fact that it is not in compliance of the Order of Hon'ble High Court of Himachal Pradesh in WP No. 7103/2014 dated 05.07.2017. Further, Land Lease Rules of the Government itself is retrospective in nature. The demand is also not in accordance with the Forest Laws of the Government of India. Accordingly, the Company has disputed the demand vide its letter dated 30th March 2022. The Company is of the view that it has a good case on the merit and no provision is required.

- (g) On December 24, 2021, the Company has received a demand of ₹ 5,833 lakhs from Central Transmission Utility of India Limited ("CTUIL") in relation to relinquishment charges for surrender of Long Term Access rights with Power Grid Corporation of India Limited, which in the opinion of the Company, is not in accordance with the methodology specified by the CERC vide Order dated March 08, 2019 in petition no. 92/MP/2015.

Based on consideration of the information available till date, the Company has computed the relinquishment charges as per methodology specified by aforesaid order, along with interest, amounting to ₹ 1,632.09 lakhs and has provided for in the books of account during the year.

Based on its assessment, we believe that it is possible, but not probable, that the demand/financial exposure mentioned above will arise and accordingly, no provision for any further liability has been made in the financial statements.

29.2 Commitments

- (a) The Company had entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. The Company has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss. However during the year the Company had relinquished the Agreement.

Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), the company shall provide 12% of its deliverable energy free of cost to GOHP. [refer Note 29.1 (g) above]

- (b) The Company has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The Company does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

29.3 Other matters

- (i) **Impairment of Property, Plant and Equipment's**

As on March 31, 2022, the Company has net worth of ₹ 1,06,087.78 lakhs (Previous Year- ₹ 1,01,511.12 lakhs) and accumulated profits of ₹ 141.74 lakhs as at March 31, 2022 (Previous Year- Accumulated losses amounting ₹ 9,680.05 lakhs). Based on financial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that profits will continue to accrue on account of expected increase in tariff and there are no impairment indicators and hence no adjustments are required to the carrying amount of property, plant and equipment on account of impairment and the Company will have sufficient cash flow to meet its future obligations.

- (ii) **Dispute related to parties using the transmission line**

On October 17, 2019, the Central Electricity Regulatory Commission (CERC) passed an Order on the Dedicated Transmission System of AD Hydro Power Limited ("the Company") for three parties using the transmission line for transmitting the energy in which CERC stated the following:

- a) With regards to transmission charges, CERC approved the capital cost of Dedicated Transmission System at ₹ 23,892 lacs as against the capital cost submitted by the Company of ₹ 41,661 lacs (on the date of COD i.e. December 17, 2010) / ₹ 45,284 lacs (on the date of March 31, 2013 with additional capitalization) and accordingly determined the annual fixed cost (Transmission Tariff) for using transmission line for the period 2011-12 to 2018-19. Accordingly, the Company determined the amount invoiced over and above the amount which should have been invoiced based on capital cost and fixed cost determined by CERC for the above stated period amounting to ₹ 9,668.08 lacs. The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations ("regulations") for the period 2009-14 and 2014-19 and Electricity Act, 2003.

With respect to matter detailed in (a) above, the Company had filed an appeal against the CERC Order before Appellate Tribunal for Electricity (APTEL) in October 2019. APTEL vide Order dated 17.01.2020 stayed the CERC's

order so far as raising adjustment of bills was concerned along with the direction to continue to issue the future bills in accordance with the CERC Order till the appeal is finally disposed-off. The Respondents were directed to pay charges in terms of the order for use of the transmission line of ADHPL. The Company has accordingly started raising the invoices based on the CERC order effective 18th October, 2019 and recognized as transmission income.

Accordingly, the trade receivables aggregating to ` 2,921.85 lakhs (in previous year ` 2,921.85 lakhs) related to the aforesaid amount are considered good and fully recoverable and in the opinion of the Management, no provision is required in respect of possible exposure aggregating to ` 6,746.23 lakhs (in previous year ` 6,746.23 lakhs) towards amount already collected from the users of Dedicated Transmission Line till March 31, 2022.

Pending litigation and final decision on the appeal by APTEL, the Management, based on the legal opinion, is of the view that the above CERC Order is not legally tenable and would not have any material liability on the Company.

- (b) With regards to transmission losses, CERC directed to share the losses between the parties using the transmission line on the basis of weekly average losses in proportion to the scheduled energy on weekly basis instead of a flat charge of 4.75% charged by the Company as per the Interim Power Transmission Agreement (IPTA) signed between parties and accordingly directed the Northern Regional Load Despatch Centre (NRLDC) to re-compute the same which is presently under stay. However, the management is confident that the actual transmission losses to be computed by NRLDC would not be materially different in comparison with current flat charge of 4.75% and there would not be any material impact on the financial statements.

(iii) Dispute with Himachal Pradesh State Electricity Board Limited (HPSEBL)

Himachal Pradesh State Electricity Board Limited (HPSEBL) had withheld an amount of ` 316.68 lakhs on account of energy not supplied to them because of shut down of plant on date August 20, 2010. The Company had initiated the arbitration proceedings to the recover the said amount. In 2015, the Hon'ble Arbitrator had decided the matter in favour of HPSEBL against which the Company has preferred an appeal before the Hon'ble High Court of Shimla. Currently the matter is under adjudication. The management is of the view that it had already informed HPSEB about the shut down as the schedule was given of Nil power for the period of shut down, therefore the claim of HPSEB is not legally tenable. However the entire receivable of ` 316.68 lakhs has been provided by the Company in the earlier years.

(iv) Sub debt received from Malana Power Company Limited (MPCL)

In 2009, the Company had received sub debt from MPCL amounting to ` 46,380 lakhs at market interest rate and this sub debt was classified as Loans on transition to Ind AS based on intention of the parties at that point of time. During the previous year, the Company and MPCL had mutually agreed to modify the terms of repayment of sub debt of ` 31,780 lakhs out of total sub debt of ` 46,380 lakhs and accumulated interest of ` 23,395.89 lakhs on total debt as follows:

Interest on sub debt of ` 31,780 lakhs will be Nil from April 01, 2020. At the discretion of the Company, the Company can repay ` 31,780 lakhs and ` 23,395.89 lakhs out of distributable profits of the Company and it can be paid only after making dividend payments to the equity shareholders of the Company or as per the agreement signed between the Company, MPCL and IFC.

Based on the above modification, the Company had derecognized the loan liability and accumulated interest payable and transferred the balances to Deemed Equity Contribution and presented under "Deemed Equity Contribution" under Other Equity as on March 31, 2021.

The balance sub debt amounting to ` 14,600 lakhs carries interest rate of 9.55% per annum.

During the current year, the Company has suo moto repaid ` 5,245.13 lakhs out of the opening balance.

30 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – "Related Party Disclosures" are as follow:

- a) Names of related parties and description of relationship

Description of relationship	Name of related party
Ultimate Holding Company	Bhilwara Energy Limited
Holding Company	Malana Power Company Limited
Enterprise having significant influence over the company	Statkraft Holding Singapore Pte. Limited (SHSPL)
Fellow Subsidiary Companies	Indo Canadian Consultancy Services Limited
Key Management Personnel*	Mr. Ravi Jhunjhunwala (Director) Pankaj Kapoor (Manager)
Enterprises on which Statkraft Holding Singapore Pte. Ltd (SHSPL) has significant influence	Statkraft Market Private Limited, India
Trust under common control	i) AD Hydro Power Limited Employees Group Gratuity Trust ii) AD Hydro Power Limited Sr. Executive Group Superannuation Scheme Trust

* Additional related parties identified as per Companies Act, 2013

Non-Executive Director, CEO and CFO	Mr. O P Ajmera
Company Secretary	Mr. Arvind Gupta

b) Names and details of transaction of related parties during the year are as follows:

Nature of Transaction	Ultimate Holding Company/ Enterprises having significant influence over the Company		Holding Company/ Enterprises having significant influence over the Company		Key Management Personnel		Subsidiary/Fellow subsidiary Company		Trust under common control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year										
(i) Remuneration paid										
a) Mr. Pankaj Kapoor	-	-	-	-	35.03	30.24	-	-	-	-
(ii) Consultancy service charges paid to:										
Indo Canadian Consultancy Services Limited	-	-	-	-	-	-	6.51	10.04	-	-
(iii) Reimbursement of expenses paid to:										
a) Bhilwara Energy Limited	0.24	0.57	-	-	-	-	-	-	-	-
(iii) Reimbursement of expenses given to:										
Bhilwara Energy Limited	0.82	-								
(iv) Material Sale :										
Malana Power Company Limited	-	-	12.54	0.22						
(iv) Interest on unsecured loan given to:										
Malana Power Company Limited	-	-	1,394.30	1,394.30	-	-	-	-	-	-
(v) Professional expenses paid to:										
Statkraft Market Pvt Ltd	-	-	32.44	46.28	-	-	-	-	-	-
(vii) Contribution made in Trust:										
a) AD Hydro Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	17.95	-
b) AD Hydro Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	3.00	2.79
viii) Benefits paid on behalf of Trust:										
a) AD Hydro Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	0.86	12.68
Balances Receivable:										
a) Statkraft Market Private Limited	-	-	1,136.19	127.54	-	-	-	-	-	-
Balances Payable:										
a) Unsecured Loan taken from Malana Power Company Limited	-	-	14,600.00	14,600.00	-	-	-	-	-	-

(` in Lakhs)

c) Compensation of Key Management Personnel

(` in Lakhs)

Particulars	Mr. Pankaj Kapoor	
	Manager	
	For the year ended March 31, 2022	For the year ended March 31, 2021
Short Term Benefit#	33.41	28.86
Defined Contribution Plan	1.61	1.38
Total	35.03	30.24

does not include post-employment benefits and other long term employee benefits as these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

31 EMPLOYEE BENEFIT PLAN
31.1 Defined contribution plan
i) Superannuation Fund

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company does not carry any further obligations, apart from the contributions made on a monthly basis. The Company recognized ` 4.20 lakhs (previous year ` 3.69 lakhs) in the statement of profit and loss account. (Refer note 22)

ii) Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ` 75.07 lakhs (previous year ` 67.58 lakhs) in the statement of profit and loss account. (Refer note 22)

31.2 Details of defined benefit plan and long term employee benefit plan
i) Gratuity Fund

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

31.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:
i) Current and Non – Current classification in Balance Sheet

(` in Lakhs)

Particulars	As at March 31, 2022			As at March 31, 2021		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	9.34	167.96	177.30	6.18	158.19	164.37
Gratuity:						
- Present value of funded defined benefit obligation	-	-	309.85	-	-	262.70
Fair value of plan assets	-	-	322.65	-	-	303.57
(Net defined benefit obligation)/ Surplus recognized in balance sheet	12.80	-	12.80	40.87	-	40.87

ii) **Movement in the present value of Gratuity and Compensated absences** (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Present value of obligation as at the beginning of the period	264.22	261.42	164.37	164.95
Interest Cost	17.97	17.65	11.18	11.13
Current Service Cost	20.62	18.88	13.05	13.29
Benefits Paid	(0.86)	(12.68)	(0.94)	(4.63)
Actuarial (Gain)/Loss on obligation	7.90	(21.05)	(10.36)	(20.38)
Present value of obligation as at the End of the period	309.85	264.22	177.30	164.37

iii) **The amounts recognized in the Statement of Profit and Loss account** (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Service Cost	20.62	18.88	13.05	13.29
Net Interest Cost	(2.68)	4.35	11.18	11.13
Remeasurements	-	-	(10.36)	(20.38)
Expense recognized in the Income Statement	17.95	23.24	13.87	4.05

iv) **Amount recorded as Re-measurement Gain / (Loss) in Other Comprehensive Income (OCI)** (₹ in Lakhs)

Particulars	Gratuity	
	March 31, 2022	March 31, 2021
Actuarial gain / (loss) for the year on PBO	(7.90)	21.05
Actuarial gain /(loss) for the year on Asset	(0.70)	21.84
Defined benefit cost recognized in other comprehensive income/(loss)	(8.60)	42.89

v) **Movement in the fair value of plan assets** (₹ in Lakhs)

Particulars	Gratuity	
	March 31, 2022	March 31, 2021
Fair value of plan assets at the beginning of the year	303.57	196.93
Actual return on plan assets	19.94	35.13
Employer contribution	-	84.20
Benefits paid	(0.86)	(12.69)
Fair value of plan assets at the end of the year	322.65	303.57

vi) **Major categories of plan assets (as percentage of total plan assets)** (₹ in Lakhs)

Particulars	Gratuity	
	March 31, 2022	March 31, 2021
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer	100%	100%
Bank Balance	-	-
Total	100%	100%

vii) Principal Actuarial Assumptions (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
i) Discounting Rate	7.23	6.80	7.23	6.80
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60	60	60	60
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012-14)		100 % of IALM (2012-14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
18 to 30 Years	3.00	3.00	3.00	3.00
30 to 45 years	2.00	2.00	2.00	2.00
Above 45 years	1.00	1.00	1.00	1.00

Note:

- Discount rate is based on the prevailing market yields of Govt. of India Securities as at Balance Sheet date for the estimated term of the obligations.
- The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

		(₹ in Lakhs)
Particulars	Gratuity	
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period	309.85	
Impact due to increase of 0.50%	(16.04)	
Impact due to decrease of 0.50%	17.30	
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period	309.85	
Impact due to increase of 0.50%	17.51	
Impact due to decrease of 0.50%	(16.37)	

Note:

- Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

viii) Maturity Profile of defined benefit obligation (₹ in Lakhs)

Expected cash flow for next 10 years	Gratuity
0 to 1 Year	13.00
1 to 2 Year	8.39
2 to 3 Year	5.06
3 to 4 Year	19.26
4 to 5 Year	7.57
5 to 6 Year	8.02
6 Year onwards	248.54

32 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The Company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analyses in the following sections relate to the position of financial assets and financial liabilities as at March 31, 2022 and March 31, 2021.

I Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is not exposed to any foreign currency risk as there is no material transaction in foreign currency.

II Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

III Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:

(` in Lakhs)		
Particulars	March 31, 2022	March 31, 2021
Variable rate borrowings	-	-
Fixed rate borrowings	22,036.64	33,441.97
Total	22,036.64	33,441.97

(a) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarises the impact of increase and decrease of profit before tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2022 and March 31, 2021.

(` in Lakhs)		
Particulars	March 31, 2022	March 31, 2021
Impact on Profit due to:		
Effect on Profit if Interest Rate - decrease by 25 basis points	-	-
Effect on Profit if Interest Rate - increases by 25 basis points	-	-

(b) Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

(c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

(i) **Financial assets to which loss allowance is measured using lifetime /12 months Expected Credit Loss (ECL) as on March 31, 2022.**

(` in Lakhs)

Financial assets to which loss allowance is measured using lifetime/ 12 months Expected credit loss(ECL)	March 31, 2022			March 31, 2021		
	Gross Carrying Amount	Expected credit loss/ write off	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss/ write off	Carrying amount net of impairment provision
Loans to employees	27.38	-	27.38	34.84	-	34.84
Security Deposits	12.32	-	12.32	7.34	-	7.34
Trade Receivables	4,852.29	316.68	4,535.61	3,969.86	316.68	3,653.18
Cash and Cash Equivalents	853.95	-	853.95	1,207.37	-	1,207.37
Bank Balances	1,805.99	-	1,805.99	4,378.60	-	4,378.60
Others	10.70	-	10.70	147.64	-	147.64
Total	7,562.63	316.68	7,245.95	9,745.65	316.68	9,428.97

The Company is in the power generation sector. The Company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers. Hence, the Company has not provided for any discounting on time value of money.

(ii) **Movement in expected credit loss allowance on financial assets**

The following table summarizes the change in the loss allowances measured using life-time expected credit loss model:

(` in Lakhs)

Particulars	March 31, 2022	March 31, 2021
Balance at the beginning of the year	316.68	316.68
Add : Provision for expected credit loss recognize during the year	-	-
Less : Provision reverse during the year	-	-
Balance at the end of the year	316.68	316.68

(d) **Liquidity risk**

Liquidity risk is defined as the risk that Company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(` in Lakhs)

As at March 31, 2022	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	815.07	2,203.90	19,017.68	22,036.65
Trade payables	1,387.86	31.16	59.85	1,478.87
Capital Creditors	6.74	-	-	6.74
Interest accrued but not due on loan from financial institution	156.35	-	-	156.35
Sundry Deposits	10.45	-	-	10.45

(` in Lakhs)

As at March 31, 2021	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	3,295.77	5,293.45	24,852.75	33,441.97
Trade payables	802.65	14.62	66.52	883.79
Capital Creditors	6.74	-	-	6.74
Interest accrued but not due on loan from financial institution	121.77	-	-	121.77
Sundry Deposits	9.42	-	-	9.42

(I) Capital management**(a) Risk management**

The Company's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:

(` in Lakhs)

Particulars	March 31, 2022	March 31, 2021
Net Debt	21,182.70	32,234.60
Total Equity	106,087.78	101,511.12
Net Debt to Equity Ratio	0.20	0.32

(ii) Financial instruments- accounting classification and fair value measurement

(` in Lakhs)

Particulars	March 31, 2022				March 31, 2021			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Loan to Employees	-	-	27.38	27.38	-	-	34.84	34.84
Security deposit	-	-	12.32	12.32	-	-	7.34	7.34
Trade receivables	-	-	4,535.61	4,535.61	-	-	3,653.18	3,653.18
Cash and Cash Equivalents	-	-	853.95	853.95	-	-	1,207.37	1,207.37
Bank Balances	-	-	1,805.99	1,805.99	-	-	4,378.60	4,378.60
Others	-	-	10.70	10.70	-	-	147.64	147.64
Total Financial assets	-	-	7,245.95	7,245.95	-	-	9,428.97	9,428.97
Borrowings	-	-	22,036.65	22,036.65	-	-	33,441.97	33,441.97
Trade Payables	-	-	1,478.87	1,478.87	-	-	883.79	883.79
Interest accrued but not due on loan from bank and financial institutions	-	-	156.35	156.35	-	-	121.77	121.77
Sundry Deposit	-	-	10.45	10.45	-	-	9.42	9.42
Capital Creditors	-	-	6.74	6.74	-	-	6.74	6.74
Total financial liabilities	-	-	23,689.06	23,689.06	-	-	34,463.69	34,463.69

33 RATIOS

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Variances (%)	Explanation-if change in ratio more than 25% from preceding year.
(a) Current ratio (in times)	Total current assets	Total current liabilities	1.96	1.62	21%	The change is less than 25% from the preceding year.
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.21	0.33	-36%	The Debt-Equity ratio has decreased on account of decrease in debt due to repayment of borrowings.
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service= Net Profit after taxes + Non-cash operating expenses+Interest+Other non-cash adjustments	adjustments Debt service= Interest and lease payments+ Principal repayments	1.23	1.57	-22%	The change is less than 25% from the preceding year.
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	9.47%	2.98%	218%	Increase is due to increase in tariff rate for revenue from power supply.

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Variances (%)	Explanation-if change in ratio more than 25% from preceding year.
(e) Inventory turnover ratio,	Cost of Good Sold	Average Inventory	20.85	10.77	94%	Increase is due to increase in tariff rate for revenue from power supply.
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	6.25	5.15	21%	The change is less than 25% from the preceding year.
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	1.56	2.24	-31%	Decrease is due to increase in trade payables on account of expense incurred on surrender of bulk power transmission arrangement.
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e Total current assets Less Total Current liabilities)	9.92	6.11	62%	Increased on account of increase in tariff rate for revenue from power and supply and repayment of borrowings.
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	38.43%	12.31%	212%	Increase is due to increase in tariff rate for revenue from power supply.
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	5.98%	-1.19%	-604%	Increased significantly due to increase in tariff rate and accordingly increase in retained earnings.

Note - Return on Investment Ratio is not Applicable to the Company.

34 OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (vi) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- (vii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (viii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

Annual Report 2021-22

35 CORPORATE SOCIAL RESPONSIBILITY (CSR)

Details with regard to CSR activities is as follows:-

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
(i) Amount required to be spent by the company during the year,	60.80	46.15
(ii) Amount of expenditure incurred,	-	-
(a) Construction/acquisition of any asset	-	0.76
(b) On purposes other than (a) above	68.62	49.74
(iii) Shortfall at the end of the year,	-	-
(iv) Total of previous years shortfall,	-	-
(v) Reason for shortfall,	-	-
(vi) Nature of CSR activities,	Health, Education	Health, Education
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	-
(viii) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-

36 Effective April 01, 2019, the Company adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ` 3,738.24 lakhs as at April 01, 2019 as disclosed in Note 3.

37 The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

38 There are no amounts that are due to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules made thereunder.

39 TITLE DEEDS OF IMMOVABLE PROPERTIES NOT HELD IN THE NAME OF THE COMPANY

Details of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company is as follows:

Relevant line in the Balance Sheet	Description of items of property	Gross carrying value	Title deeds held in the name of	Whether the title deed holder is a promoter, director or relative of # promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	2.2158 hectares	` 566.32	Concerned Landowners	No	The additional private land was purchased between 2005 to 2014	The land was purchased directly from the landowners as per clause 4.3(a) of Implementation Agreement by signing an Agreement to sell with each landowner. The additional private land was mainly purchased as per requirement during construction phase. The entire land is in possession of the company, The process for obtaining permission from the State Govt. under section 118 of HP Tenancy & Land Reforms Act has been initiated. DC, Kullu and SDM, Manali has recommended the case for permission to the State Govt.. Permission under said Act is awaited.
Freehold land located at Village Prini, District Kullu, Himachal Pradesh	0.5142 hectares	` 139.43	Concerned Landowners	No	During Construction Period	Land was used during construction period by giving one time compensation on lease basis for Tail Race Tunnel ("TRT") works. The TRT work was underground, hence the rights and ownership remain with concern owners and no mutation will take place.

- 40** The Ministry of home affairs issued Order No.40-3/2020 dated March 24, 2020, notified electricity among the essential services in its guidelines which continued to operate during lock down in the crises situation of COVID-19, declared as pandemic by World Health Organization. The Company's business being generation and sale of electricity is covered under essential services which is least impacted due to COVID-19. The Company believes that so far, there is no significant impact of COVID-19 pandemic on the financial position and performance of the Company. Further, the Company is not expecting any significant change in estimates as of now as the Company is running its business and operations as usual without any major disruptions.
- 41** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure in accordance with implementation of amendments in schedule III of IND AS.

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjhunwala
Director
DIN:-00060972

O.P. Ajmera
Director, CEO & CFO
DIN:-00322834

Place : Noida
Date : May 02, 2022

Rahul Varshney
Director
DIN:-03516721

Arvind Gupta
Company Secretary
M. No.: F7690

ANNUAL REPORT
OF



**INDO CANADIAN CONSULTANCY
SERVICES LIMITED**

CIN : U74899DL1995PLC064168

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Mr. Vimal Banka
Mr. Ajay Uppal
Mr. Gopalakrishnan Lakshminarayanan

KEY EXECUTIVES

Mr. S. K. Datta, General Manager - Civil

STATUTORY AUDITORS

M/s. KRA & Associates
Chartered Accountants,
New Delhi

JOINT VENTURE PARTNER

M/s RSW Inc. Canada (Subsidiary of AECOM)

INTERNAL AUDITORS

M/s SAGC & Associates
Chartered Accountants,
New Delhi

BANKERS

ICICI Bank Limited
Yes Bank Limited
HDFC Bank Limited
AXIS Bank Limited
State Bank of India

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (U. P.)

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2021-22

Dear Members,

Your Directors have pleasure in presenting their Twenty Seventh (27th) Annual Report along with the Audited Financial Statement along with the Auditors' Report for the Financial Year ended 31st March, 2022.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial data for the current year and previous year are stated as following:

(Amt. in ` Crores)

Particulars	For year ended 31st March, 2022	For year ended 31st March, 2021
Total Income	4.58	5.24
Total Expenditure	3.78	3.93
Profit/(Loss) Before Taxes	0.80	1.31
Taxes/Deferred Taxes	-	-
Profit/(Loss) After Tax	0.80	1.31
Other Comprehensive Income	-	0.24
Total Comprehensive Income	0.80	1.55
Basic EPS/Diluted EPS (in ` Per Share)	11.26	18.58

The Annual Financial Statement for the financial year 2021-22 is attached to this Annual Report.

2. OVERALL PERFORMANCE

Your Company has earned total income of ` 4.58 crores during the financial year 2021-22 as compared to the income of ` 5.24 crores in the previous financial year. The expenses of the Company during the financial year 2021-22 has decreased to ` 3.78 crores as compared to ` 3.93 crores in the previous Financial Year. The Company has earned a net profit of ` 0.80 crores during the financial year 2021-22 as compared to ` 1.31 crores in the previous Financial Year. The reason for decrease in profit is due to decrease in revenue during the year.

3. STATEMENT OF COMPANY AFFAIRS

During the financial year, the Company has provided consultancy services to a number of hydro power and irrigation projects with a range of services like investigations, due diligence studies, preparation of pre-feasibility reports and detailed project reports, detailed design and drawings, technical specification, construction supervision, pre tender engineering, lender's engineer services etc. for ongoing projects and new projects acquired. The company is constantly expanding to new countries for its consultancy services and are looking for ventures in countries of Africa and Nepal.

The Company secured 14 new contracts during the financial year 2021-22 and is actively pursuing new consultancy opportunities for irrigation and hydro power projects in Indian subcontinent and overseas market. The company seeks to expand its operations and acquire new jobs in the core and related sectors of its expertise. The company also wish to collaborate with other prospective partners overseas for new business.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no such material changes or commitments occurred, affecting the financial position of the Company which has occurred between the end of the financial year i.e. 31st March, 2022 and the date of this report.

5. DIVIDEND

Your Director's do not propose any dividend for the financial year under review.

6. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has adequate internal financial controls in place with reference to the financial statements. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control.

7. PERSONNEL

(a) Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith in **Annexure-1**.

8. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2022.

9. RESERVES

No amount was required to be transferred to Reserve.

10. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making investment in CSR Activities so the disclosures as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

11. SHARE CAPITAL

A) Issue of equity shares with differential rights

During the financial year 2021-22, no equity shares have been issued with differential rights.

B) Issue of sweat equity shares

During the financial year 2021-22, no sweat equity shares have been issued.

C) Issue of employee stock options

During the financial year 2021-22, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2021-22 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year under review, there were no orders passed by the regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as Annexure II forming part of this Report.

14. DIRECTORS

DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

During the year, Mr. Rishabh Jhunjhunwala (DIN: 03104458) and Mr. Om Prakash Ajmera (DIN: 00322834), would retire by rotation in the forthcoming Annual General Meeting of the Company, being eligible shall offer himself for reappointment.

The Board recommends his re-appointment.

RESIGNATION OF MR. VIMAL BANKA FROM THE OFFICE OF DIRECTOR

Mr. Vimal Banka (DIN: 00322532) has resigned from the post of Director w.e.f. 05.07.2022 due to health issues. The Board hereby takes the opportunity to thank him for the service rendered by him during his tenure.

APPOINTMENT OF MR. PUNEET ANAND AS A DIRECTOR

Mr. Puneet Anand (DIN: 09595084) has appointed as an additional director in the Board Meeting held on 27.07.2022 and shall hold office upto the date of the ensuing Annual General Meeting of the Company. The company has received a notice in writing from member pursuant to the provisions of the section 160 of the Act signifying his intention to propose the candidature of Mr. Puneet Anand for the office of Director. The Board recommend to appoint him as a director of the Company in the ensuing Annual General Meeting of the Company.

– During the financial year 2021-22, the following changes occurred in the Directors of the Company:-

• DIRECTORS RETIRE BY ROTATION

During the year, Mr. Rishabh Jhunjhunwala (DIN: 03104458), Director and Mr. Vimal Banka, (DIN: 00322532) Director retired by rotation at the 26th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 26th Annual

General Meeting of the Company held on 27th August, 2021.

15. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met five (5) times during the financial year 2021-22. The meetings were held on 14th May, 2021, 30th July, 2021, 22nd September, 2021, 27th October 2021 and 28th January 2022.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Rishabh Jhunjhunwala	Director	Non-Executive Director	5	1
2.	Mr. Om Prakash Ajmera	Director	Non-Executive Director	5	5
3.	Mr. Vimal Banka	Director	Non-Executive Director	5	3
4.	Mr. Ajay Uppal	Nominee Director	Nominee Director	5	5
5.	Mr. Gopalakrishnan Lakshminarayanan	Nominee Director	Nominee Director	5	2

16. MEETING OF THE MEMBERS

The Annual General Meeting of the members of the Company was held on 27th August, 2021.

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not done any transactions in terms of Section 186 of the Companies Act, 2013.

19. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aid in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management.

There is no major risk which may threaten the existence of the Company.

20. STATUTORY AUDITORS

At the Annual General Meeting held on 24th September, 2018, M/s KRA & Associates, Chartered Accountants, (ICAI Firm Regn. No. 002352N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 28th Annual General Meeting to be held in the Calendar Year, 2023.

Your Directors inform the members that in accordance with the amendment notified by MCA on 7th May, 2018, the requirement of ratification of the appointment of Statutory Auditors at every Annual General Meeting has been done away.

Further the Auditors have confirmed their eligibility u/s 141 of the Companies Act, 2013 and rules made thereunder.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

21. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remarks.

22. ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return is available on the website of the Company.

23. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge states the following:

1. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
2. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that year;
3. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. That the annual accounts have been prepared on a going concern basis;
5. that the Company had laid down internal financial controls to be followed by the company and that such internal financial controls were adequate and were operating effectively;
6. That the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

24. GENERAL DISCLOSURES

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2021-22.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2021-22.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.
- The Company has made the necessary disclosure as per rule 8(5) of Companies Accounts Rules 2014.

25. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
Indo Canadian Consultancy Services Limited

Om Prakash Ajmera
Director
DIN: 00322834

Punit Anand
Director
DIN: 09595084

Place: Noida
Date: July 27, 2022

ANNEXURE-I OF THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in years)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Rajinder Pal	Principal Engineer Civil	15.26 Lakhs	B.Tech	20 Years	45 Years	10.10.2007	Italian Thai Company Private Limited	NIL	Permanent	NO
2	Mr. Sunil Kumar Garg	Chief Principal Officer	14.38 lakh	M.Tech	35 years	59 Years	01.08.2000	CES Ltd.	NIL	Permanent	NO
3	Mr. Shishupal Singh	Draughtsman	14.23 Lakhs	B.Tech	35 Years	57 Years	24.08.1998	-	NIL	Permanent	NO
4	Mr. Praveen Kumar Giri	Consultant	13.39 Lakhs	B.E. Electrical & 1 Year PG Diploma in Administrative Law	50 Years	72 Years	23.08.2005	Bhilwara Energy Limited	NIL	Contractual	NO
5	Mr. Avinash Kumar	Principal Engineer-Mechanical	11.10 Lakhs	M. Tech Thermal Engineering	17 Years	42 Years	04.07.2006	L & T ECC Division	NIL	Permanent	NO
6	Mr. Adarsh Singh	Sr. Engineer -Civil	10.20 Lakh	M. Tech	9 Years	30 Years	16Jan 2017	NBCC Ltd	Nil	Contractual	No
7	Ms. Neha Bansal	Principal Engineer-Business Development	09.74 lakh	MBA	17Years	41 Years	21.05.2007	Uttaranchal Jal Vidyut Nigam Ltd.	NIL	Permanent	NO
8	Mr. Gagan Ratnakar	Principal Engineer-Mechanical	09.56 Lakhs	M. Tech Mechanical	15 Years	42 Years	01.08.2007	-	NIL	Permanent	NO
9	Mr. Sita Ram	Draughtsman	09.50 Lakhs	Diploma Draughtsman Civil	32 Years	53 Years	05.12.2002	Malana Power Company Limited	NIL	Permanent	NO
10	Prakash Chand Joshi	Associate	08.68 lakh	Diploma in Civil Draftsman	28 Years	48 Years	11.11.2003	Kshi JV	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

ANNEXURE II OF THE BOARD'S REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(A) Conservation of energy:

- (i) the steps taken or impact on conservation of energy; : NIL
- (ii) the steps taken by the company for utilising alternate sources of energy; : NIL
- (iii) the capital investment on energy conservation equipments; : NIL

(B) Technology absorption:

- (i) the efforts made towards technology absorption; : NIL
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution; : NIL
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- : NIL
 - (a) the details of technology imported; : NIL
 - (b) the year of import; : NIL
 - (c) whether the technology been fully absorbed; : NIL
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and : NIL
- (iv) the expenditure incurred on Research and Development. : NIL

(C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange out go during the year in terms of actual outflows are as follows:

Nature of Transaction	(Amt. in ` Lacs)	
	Year ended 31st March, 2022	Year ended 31st March, 2021
Expenditure (Foreign Travelling)	Nil	Nil
Income	191.11	258.28

INDEPENDENT AUDITORS' REPORT

To The Members of Indo Canadian Consultancy Services Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Indo Canadian Consultancy Services Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the **Profit** (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report but does not include the financial statements and our auditor's report thereon. The Board's Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other

information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read Board's Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

Responsibility of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Change in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or

provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The Management has represented, that, to the best of its knowledge and belief, no fund (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
3. With respect to the matter to be included in the Auditors' report under Section 197(16) :
- In our opinion and according to the information and explanation given to us, the Company has not paid or provided any managerial remuneration to any director during the year.

For KRA & Associates

Chartered Accountants

Firm Registration Number : 002352N

Vikas Goel

Partner

Membership Number : 513905

Place : New Delhi

Date : May 06, 2022

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Indo Canadian Consultancy Services Ltd of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - (B) The Company has maintained proper records showing full particulars of intangible assets.
 - (b) During the FY 21-22 the fixed assets of the Company have been physically verified by the management and material discrepancies identified on such

verification have been properly dealt with in the books of account in same year. The Company has a program of physical verification of Property, Plant and Equipment so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.

- (c) The Company does not have any Immovable property. Accordingly, paragraph 3(i) (c) of the Order is not applicable to the Company
 - (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.
 - (b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
 - iii. The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
 - iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
 - v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
 - vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
 - vii. In respect of statutory dues:
 - (a) The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess, GST and any other material statutory dues applicable to it, According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess, GST and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable, except for the EPFO liability mentioned in Para 40 of Notes to Financial statements.
 - (b) According to the information and explanation given

to us, there are no dues with respect to income tax, sales tax, service tax, value added tax, customs duty, excise duty and GST which have not been deposited on account of any dispute

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax

assessments under the Income Tax Act, 1961 (43 of 1961).

- ix. (a) The Company has taken a loans from a NBFC named Purvi Vanijya Niyojan Limited and there is no default in repayment of interest and principal amount during the reporting period as per clause 3(ix)(a) of the Order. detail as per mentioned below :

Name of lender	Amount (in lacs)	Interest rate (%)	Outstanding on reporting date	Default if any
Purvi Vanijya Niyojan Limited	370	9%	342	No

- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has taken a term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- x. The Company has raised a loans during the year as mentioned in clause (ix)(a)
- xi. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xii. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- xiii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiv. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xvi. In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvii. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xviii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xix. There has been no resignation of the statutory auditors of the Company during the year.
- xx. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xxi. Corporate social Responsibility (CSR) not applicable to the company and hence Reporting clause 3(xx)(a) of the Order is not applicable for the year.

For KRA & Associates

Chartered Accountants

Firm Registration Number : 002352N

Vikas Goel

Partner

Membership Number Number: 513905

Place : New Delhi

Date : May 06 2022

ANNEXURE B INDEPENDENT AUDITOR'S REPORT on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Indo Canadian Consultancy Ltd on the financial statements for the year ended 31st March, 2022

We have audited the internal financial controls over financial reporting of Indo Canadian Consultancy Services Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion

on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For KRA & Associates

Chartered Accountants
Firm Registration Number : 002352N

Vikas Goel

Partner
Membership Number : 513905

Place : New Delhi
Date : May 06 2022

BALANCE SHEET AS AT MARCH 31, 2022

		(` in Lakhs)	
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
I ASSETS			
A Non-Current Assets			
(a) Property, Plant and Equipment	3	11.73	16.76
(b) Other Intangible Assets	4	0.11	0.11
(c) Financial Assets			
(i) Loans	5	4.10	4.10
(ii) Trade Receivables	7	260.61	229.71
(iii) Other Financial Assets	8	28.58	28.58
(d) Other Non-Current Assets	9	105.33	108.57
(e) Deferred Tax Assets (Net)	16	143.02	143.02
		553.48	530.85
B Current Assets			
(a) Financial Assets			
(i) Cash And Cash Equivalents	6	22.64	54.46
(ii) Trade Receivables	7	205.38	274.64
(iii) Other Financial Assets	8	57.76	62.05
(b) Other Current Assets	9	2.96	2.81
		288.74	393.96
Total Assets		842.22	924.81
II EQUITY AND LIABILITIES			
A Equity			
(i) Equity Share Capital	10	70.66	70.66
(ii) Other Equity	11	219.71	140.17
		290.37	210.83
B LIABILITIES			
Non- Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	224.01	1.58
(b) Provisions	15	46.09	52.81
		270.10	54.39
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	117.99	1.99
(ii) Trade Payables	13		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		3.28	358.35
(iii) Other Financial Liabilities	14	21.41	65.52
(b) Provisions	15	127.49	219.09
(c) Other Current Liabilities	17	11.58	14.64
		281.75	659.59
Total Equity and Liabilities		842.22	924.81

Significant Accounting Policies 2

Notes to Accounts

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates
Chartered Accountants
FRN No: 002352N

Vikas Goel
Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 06, 2022

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
Director
DIN: 00322834

Vimal Banka
Director
DIN: 00322532

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022

		(` in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2022	For the year ended March 31, 2021
i Revenue From Operations	18	423.99	516.78
ii Other Income	19	33.89	8.02
iii Total Revenue		457.88	524.80
iv Expense			
Employee Benefits Expense	20	224.14	264.45
Finance Costs	21	14.48	0.40
Depreciation And Amortization Expense	22	5.04	10.19
Other Expenses	23	134.68	118.46
v Total Expenses		378.34	393.50
vi Profit / (Loss) before tax		79.54	131.30
vii Tax Expense	24		
Current tax		12.81	26.62
Less: MAT Credit Entitlement		(12.81)	(26.62)
viii Profit / (Loss) for the period		79.54	131.30
ix Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	25		
- Remeasurements of the defined benefit plans		-	23.84
x Other comprehensive income for the year		-	23.84
xi Total Comprehensive Income		79.54	155.14
xii Earnings Per Equity Shares	26		
(a) Basic (in `)		11.26	18.58
(b) Diluted (in `)		11.26	18.58
Significant Accounting Policies	2		
Notes to Accounts			

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates
Chartered Accountants
FRN No: 002352N

Vikas Goel
Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 06, 2022

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
Director
DIN: 00322834

Vimal Banka
Director
DIN: 00322532

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

a. Equity Share Capital

1 Current reporting period (₹ in Lakhs)

Particulars	No. of Shares (in Lakhs)	Amount
Balance as at 1st April 2021	7.066	70.66
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	7.066	70.66

2 Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares (in Lakhs)	Amount
Balance as at April 01, 2020	7.066	70.66
Changes in equity share capital during the year	-	-
Balance as at March 31, 2021	7.066	70.66

b. Other Equity

1 Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus		Total
	Securities Premium	Retained earnings	
Balance as at 1st April 2021	15.98	124.19	140.17
Profit for the year	-	79.54	79.54
Other comprehensive profit/(loss) during the year	-	-	-
Total	-	79.54	79.54
Balance as at March 31, 2022	15.98	203.73	219.71

2 Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus		Total
	Securities Premium	Retained earnings	
Balance as at April 01, 2020	15.98	(36.85)	(20.87)
Profit for the year	-	131.30	131.30
Depreciation Adjustment A/c	-	5.90	5.90
Other comprehensive profit during the year	-	23.84	23.84
Total	-	161.04	161.04
Balance as at March 31, 2021	15.98	124.19	140.17

Significant Accounting Policies

Notes to Accounts

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates

Chartered Accountants
FRN No: 002352N

Vikas Goel

Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 06, 2022

For and on behalf of the Board of Directors

Indo Canadian Consultancy Services Limited

O.P. Ajmera

Director
DIN: 00322834

Vimal Banka

Director
DIN: 00322532

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

Particular	(₹ in Lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	79.54	131.30
Depreciation of Property Plant and Equipment	5.04	10.19
Depreciation Transfer from Reserve & Surplus	-	(5.90)
Bad Debts written off	34.91	15.91
Expected credit loss	(2.59)	(13.62)
Provision for Gratuity and leave encashment	23.90	21.42
Interest Expenses	14.48	0.40
Interest Income	(33.89)	(8.02)
W/o Fixed Assets	-	0.20
Operating Profit/(loss) before changes in operating assets and liabilities	121.39	151.88
(Increase) / Decrease in Short term Trade Receivables	(69.92)	(51.22)
(Increase) / Decrease in Long term Trade Receivables	30.90	-
(Increase) / Decrease in Short term financial assets - Loans	-	0.50
(Increase) / Decrease in Other Short term financial assets	4.29	(11.84)
(Increase) / Decrease in Other Long term financial assets	3.23	(83.13)
(Increase) / Decrease in Other Short term assets	(0.15)	(1.01)
Increase / (Decrease) in Short term Trade Payables	(355.08)	(3.89)
Increase / (Decrease) in Short term Trade Payables/ Provisions	(91.60)	(34.62)
Increase / (Decrease) in Long term Trade Payables/ Provisions	(6.72)	(13.48)
Increase / (Decrease) in Other Short term Financial Liabilities	(44.11)	(74.96)
Increase / (Decrease) in Other Short term Liabilities	(3.06)	6.53
Cash generated (used) in /from Operations before tax	(410.83)	(115.24)
Income tax / TDS	21.16	120.13
Net cash flow (used) in/ from Operating Activities	(389.67)	4.89
B. Cash Flow From Investing Activities		
Purchase of Property Plant & Equipment	-	(3.72)
Disposal / (Addition) in Property Plant & Equipment.	-	(2.85)
Interest Received	33.89	8.02
Net cash flow (used) in/ from Investing Activities	33.89	1.45
Net cash (used) in/ from Operating and Investing Activities	(355.78)	6.34
C. Cash Flow From Financing Activities		
Long-term borrowings repaid during the year	(31.56)	(1.83)
Long-term borrowings taken during the year	370.00	-
Interest paid	(14.48)	(0.38)
Net cash (used) in/ from Financing Activities	323.96	(2.21)
Net cash (used) in/ from Operating, Investing & Financing Activities	(31.82)	4.13
Effect of exchange differences on translation of foreign currency Cash & Cash equivalent	-	-
Net (increase) / decrease in Cash & Cash equivalent	(31.82)	4.13
Opening balance of Cash & Cash equivalent	54.46	50.33
Closing balance of Cash & Cash equivalent	22.64	54.46
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	2.42	2.28
ii) Balance with Banks :		
- In Current Accounts	20.22	52.18
Total	22.64	54.46

Significant Accounting Policies

Notes to Accounts

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates

Chartered Accountants

FRN No: 002352N

Vikas Goel

Partner

Membership No: 513905

For and on behalf of the Board of Directors

Indo Canadian Consultancy Services Limited**O.P. Ajmera**

Director

DIN: 00322834

Vimal Banka

Director

DIN: 00322532

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1. CORPORATE INFORMATION

Indo Canadian Consultancy Services Limed (hereinafter referred to as "The company") is engaged in consultancy services, including comprehensive engineering consultancy for hydro-electric, thermal and non-conventional energy power projects.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation:

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company, with effect from 1st April 2016, has adopted Indian Accounting Standards (Ind AS) notified under the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amended) Rules, 2016. For all periods up to and including the year ended 31st March 2016, the Company had prepared its financial statements in accordance with accounting standards as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (referred to as 'Indian GAAP').

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

- (i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- (ii) Held primarily for the purpose of trading
- (iii) Expected to be realised within twelve months after the reporting period, or
- (iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

- (i) It is expected to be settled in normal operating cycle
- (ii) It is held primarily for the purpose of trading
- (iii) It is due to be settled within twelve months after the reporting period, or
- (iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of Estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments

The areas involving critical estimates and judgments are:

(i) Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

(ii) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

c) Revenue Recognition

Revenue is recognized as per guiding principal specified under Ind AS - 115. The company is a service company; revenue is recognized on billing basis which is billed with achievement of defined milestones i.e. 'Contract milestones'

Other Income

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

d) Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on fixed assets is calculated on a Straight Line Method (SLM) using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

Depreciation is provided on pro-rata basis from the date on which assets are ready to use in case of addition and provided up to the date of sale/disposal in case of sale/disposal.

e) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Software assets are amortized on a straight line basis over the estimated useful economic life of 5 years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Financial Instruments

Financial Assets

i. Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

ii. Subsequent Measurement

Non-derivative financial instruments

- **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- (i) The rights to receive cash flows from the asset have expired, or
- (ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability.

The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

iii. Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations.

Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations.

If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

iv. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

g) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

Initial recognition

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

h) Taxation

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it

is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

i) Employees Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard Ind AS-19 'Employee Benefits'.

Provident Fund

The company makes contribution to statutory contribution fund in accordance with Employees Provident Fund and Miscellaneous Provision Act, 1952 which is defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

Gratuity

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of defined benefit/obligation at the balance sheet date less the fair value of plan assets, together with adjustment for unrecognized actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at or near the balance sheet date by an independent actuary using the projected unit credit method.

Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods. Further, net defined benefit assets are treated as other financial assets in financial statements.

During FY 21-22, Company has not recognized actuarial gains and losses for defined benefit plans

Leave Encashment

Liability in respect of leave encashment becoming due or expected after the balance sheet is estimated on the basis of an actuarial valuation performed by an independent actuary using projected unit credit method.

Leave liability which is expected to be utilized within next 12 months from Balance sheet (as per estimates made by actuary) is treated as Current liability and balance liability has been considered as long term liability.

Superannuation Benefit

The Company makes contribution to superannuation fund which is a post employment benefit in the nature of a defined contribution plan & contribution paid or payable is recognized as expenses in the period in which services are rendered by the employee.

Other short term benefits

Expenses in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

j) Provisions & Contingent Liabilities/ Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement

k) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

l) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

m) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

1. In the principal market for the asset or liability, or
2. In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or Liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

n) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

o) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

p) Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) The nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) The instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) Changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21 related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations - The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.
- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.
- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework

3 PROPERTY, PLANT & EQUIPMENT

(` in Lakhs)

Particulars	Office equipment	Electrical equipment	Furniture and fixtures	Vehicles	Computers	Project equipment	Total
Gross carrying value							
As at April 1, 2020	3.13	7.04	1.20	19.02	15.30	0.16	45.85
Additions	-	-	-	-	3.72	-	3.72
Disposals	3.13	0.44	-	0.17	10.39	0.16	14.29
As at March 31, 2021	-	6.60	1.20	18.85	8.63	-	35.28
Additions	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-
As at March 31, 2022	-	6.60	1.20	18.85	8.63	-	35.28
Depreciation							
As at April 1, 2020	3.10	6.97	1.09	5.51	11.39	0.16	28.22
Charge for the year	-	0.01	0.05	2.32	1.92	-	4.30
Disposals	3.10	0.44	-	-	10.30	0.16	14.00
As at March 31, 2021	-	6.54	1.14	7.83	3.01	-	18.52
Charge for the year	-	-	0.04	2.32	2.67	-	5.03
Disposals	-	-	-	-	-	-	-
As at March 31, 2022	-	6.54	1.18	10.15	5.68	-	23.55
Net carrying value							
As at March 31, 2021	-	0.06	0.06	11.02	5.62	-	16.76
As at March 31, 2022	-	0.06	0.02	8.70	2.95	-	11.73

4 OTHER INTANGIBLE ASSETS

(` in Lakhs)

Particulars	Software	Total
Gross Carrying Value		
As at April 1, 2020	18.36	18.36
Additions	-	-
Disposals	7.10	7.10
As at March 31, 2021	11.26	11.26
Additions	-	-
Disposals	-	-
As at March 31, 2022	11.26	11.26
Amortization		
As at April 1, 2020	18.18	18.18
Charge for the year	-	-
Disposals	7.03	7.03
As at March 31, 2021	11.15	11.15
Charge for the year	-	-
Disposals	-	-
As at March 31, 2022	11.15	11.15
Net Carrying Value		
As at March 31, 2021	0.11	0.11
As at March 31, 2022	0.11	0.11

5 LOANS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Loan to Employees	-	-	-	-
Security Deposit	4.10	4.10	-	-
	4.10	4.10	-	-

6 CASH AND CASH EQUIVALENTS

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
- Balance with banks		
On Current Accounts (Include Auto Swap Fixed Deposit of ` 19.19 Lakhs)	20.22	52.18
- Cash on hand	2.42	2.28
	22.64	54.46

7 TRADE RECEIVABLES

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good*	291.53	258.04	205.38	274.64
Unsecured, considered good from group cos.	-	-	-	-
	291.53	258.04	205.38	274.64
Less: allowance for bad and doubtful debts	30.92	28.33	-	-
	30.92	28.33	-	-
	260.61	229.71	205.38	274.64

*The Debtors Outstanding more than 180 days amount to ` 344.27 Lakhs, The Management is confident to recover all outstanding, Hence no Provision required.

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables-considered good	-	-	-	93.61	32.73	165.19	291.53
ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	(2.53)	(28.39)	(30.92)
iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - others	-	-	-	-	-	-	-
vii) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	-	-	-	93.61	30.20	136.80	260.61

Trade Receivables Ageing Schedule- Non Current

As at March 31, 2021	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables-considered good	-	-	-	36.37	88.36	133.31	258.04
ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	(2.49)	(25.84)	(28.33)
iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - others	-	-	-	-	-	-	-
vii) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	-	-	-	36.37	85.87	107.47	229.71

Trade Receivables Ageing Schedule- Current

As at March 31, 2022	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables-considered good	-	155.77	49.61	-	-	-	205.38
ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - others	-	-	-	-	-	-	-
vii) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	-	155.77	49.61	-	-	-	205.38

Trade Receivables Ageing Schedule- Current

As at March 31, 2021	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables-considered good	-	223.52	51.12	-	-	-	274.64
ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables - others	-	-	-	-	-	-	-
vii) Disputed Trade Receivables -credit impaired	-	-	-	-	-	-	-
Total	-	223.52	51.12	-	-	-	274.64

8 OTHER FINANCIAL ASSETS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Retention Money	28.58	28.58	-	-
Advances recoverable in cash and kind (from others) (Net of Defined Benefit Obligation of ` 59.49 Lakhs (Previous Year ` 73.28 Lakhs)*)	-	-	57.76	61.42
Interest Accrued but not due on bank deposits	-	-	-	0.63
	28.58	28.58	57.76	62.05

*Advances recoverable in cash and kind pertaining to "Excess of the contribution to Planned funds" against Defined benefit Obligation till FY 20-21. During the FY 2021-22, management has not considered change in value of funds, resulting into non consideration of Other Comprehensive Income amounting ` 5.83 Lakh and Expenses of ` 0.53 Lakh in the Financials Statements

9 OTHER ASSETS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Advance Tax/TDS(net of provisions) classified as:				
TDS receivable & advance taxes (Net of Provision of ` 46.18 Lakhs (Previous Year ` 26.62 Lakhs)*)	59.15	74.47	-	-
Mat Credit Entitlement	46.18	34.10	-	-
Staff advance	-	-	-	0.25
Prepaid expenses	-	-	2.75	2.51
Advances recoverable in cash or kind	-	-	0.21	0.05
	105.33	108.57	2.96	2.81

*The TDS Receivable Amount to ` 5.55 Lakh pertaining to previous years on or before AY 2019-2020, The Management is confident to recover all TDS amount, Hence no Provision / written off is required.

10 EQUITY SHARE CAPITAL

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
10.00 Lakhs Equity Shares(previous year 10.00 Lakhs) Equity Shares of ` 10 each	100.00	100.00
	100.00	100.00
Issued,subscribed and fully paid up		
7.066 Lakhs Equity Shares (previous year 7.066 Lakhs) Equity Shares of ` 10 each fully paid	70.66	70.66
	70.66	70.66

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year:-

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares (in Lakhs)	(` in Lakhs)	No. of shares (in Lakhs)	(` in Lakhs)
Shares outstanding at the beginning of the year	7.066	70.66	7.066	70.66
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	7.066	70.66	7.066	70.66

(b) Details of shareholders holding more than 5% shares in the Company

Name of the Share holder	As at March 31, 2022		As at March 31, 2021	
	No. of shares (in Lakhs)	% holding	No. of shares (in Lakhs)	% holding
Bhilwara Energy Limited	5.335	75.50%	5.335	75.50%
RSW Inc.	1.731	24.50%	1.731	24.50%
	7.066	100.00%	7.066	100.00%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

(c) Shares held by promoters

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ` 10 each fully paid	Bhilwara Energy Limited	5.335	75.50%	5.335	75.50%
Total		5.335	75.50%	5.335	75.50%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

(d) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ` 10 each share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholder in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of Company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.

11. OTHER EQUITY

Particulars	(` in lakhs)
(a) Securities Premium	
Balances as at April 1, 2020	15.98
Addition during the financial year	-
Balances as at March 31, 2021	15.98
Addition during the financial year	-
Balances as at March 31, 2022	15.98
(b) Retained earnings	
Balances as at April 1, 2020	(94.88)
Profit & (Loss) during the year	131.30
Less-Transfer to Profit & Loss Account*	5.90
Balances as at March 31, 2021	42.32
Profit & (Loss) during the year	79.54
Balances as at March 31, 2022	121.86
(c) Other Comprehensive Income	
Balances as at April 1, 2020	58.03
Other Comprehensive profit during the year	23.84
Balances as at March 31, 2021	81.87
Other Comprehensive profit/(loss) during the year	-
Balances as at March 31, 2022	81.87

Note:-

Purpose of securities premium:

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

*During FY 2020-21, The Company has transfer depreciation of ` 5.90 Lakhs from Reserve and Surplus pertaining to FY 2014-2015.

12 BORRWINGS

Particulars	(` in Lakhs)			
	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Secured Loans (Car Loan) From ICICI Bank*	-	1.58	-	1.99
Un-Secured Loans From Purvi Vanijya Niyojan Ltd.**	224.01	-	117.99	-
	224.01	1.58	117.99	1.99

*The loan is secured by way of hypothecation against Car No. DL-12CM-5833, the loan is repayable in 60 Months and the loan carries interest @8.50%.

**The company has taken loan from Purvi Vanijya Niyojan Limited to pay off its liability. Which is repayable in 35 equal monthly installments of ` 12.00 Lakhs each (including fixed interest @ 9% P.A) and last (36th) installment shall be of ` 2.30 Lakhs (Including interest). The loan is secured by

- Undated signed cheque of ` 370.00 Lakhs to secure the repayment of Principal.
- Undated signed cheque of ` 61.00 Lakhs to secured interest amount.

13 TRADE PAYABLES

Particulars	(` in Lakhs)	
	As at March 31, 2022	As at March 31, 2021
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	3.28	358.35
	3.28	358.35

***Note:** Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	-	-	-	-	-	-	-
Others	3.28	-	-	-	-	-	3.28
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	3.28	-	-	-	-	-	3.28

Ageing for trade payable outstanding as at March 31, 2021 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable							
MSME	-	-	-	-	-	-	-
Others	2.21	-	-	-	-	356.14	358.35
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	2.21	-	-	-	-	356.14	358.35

14 OTHER FINANCIAL LIABILITIES

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Other payable	-	-	1.54	7.32
Employee benefit expenses payable	-	-	19.87	58.20
	-	-	21.41	65.52

15 PROVISIONS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits				
- Leave encashment	46.09	52.81	0.65	0.74
- Continuity loyalty bonus	-	-	126.84	216.85
- Superannuation	-	-	-	1.50
	46.09	52.81	127.49	219.09

16 DEFERRED TAX LIABILITIES (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Deferred tax assets/ liabilities are attributable to the following items;		
Deferred Tax Assets		
- Unabsorbed depreciation	5.12	5.12
- Expenses allowed on payment basis	137.90	137.90
Sub- Total (a)	143.02	143.02
Deferred Tax Liabilities		
- Fixed assets	-	-
Sub- Total (b)	-	-
Net Deferred Tax Assets (a)-(b)	143.02	143.02

Note :- In view of continuing losses, the company has recognised deferred tax only to the extent the same can be adjusted against future taxable profit. Hence no provision has been created during the year.

17 OTHER CURRENT LIABILITIES (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Statutory dues payable	-	-	3.35	11.04
Other Payable	-	-	2.44	2.44
GST Payable	-	-	5.79	0.69
Staff deposit	-	-	-	0.47
	-	-	11.58	14.64

18 REVENUE FROM SERVICES (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Sale of Services	423.99	516.78
	423.99	516.78

19 OTHER INCOME (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest income		
- Bank deposits and others	1.97	2.38
- Interest On Income Tax	31.92	5.64
	33.89	8.02

20 EMPLOYEE BENEFIT EXPENSES (₹ in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Salaries, wages and bonus	213.01	249.45
Contribution to provident & other funds	9.96	12.60
Workmen & staff welfare expenses	1.17	2.40
	224.14	264.45

21 FINANCE COST

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest on borrowing	14.26	0.37
Bank Charges	0.22	0.03
	14.48	0.40

22 DEPRECIATION AND AMORTIZATION EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Depreciation on Tangible Assets*	5.04	10.19
	5.04	10.19

*During FY 2020-21, The Company has transfer depreciation of ` 5.90 Lakhs from Reserve and Surplus pertaining to FY 2014-2015.

23 OTHER EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Rent	11.00	11.00
Rate and taxes	0.29	0.25
Lease rental	0.69	0.79
Traveling expenses	5.82	8.34
Telephone	0.32	0.44
Insurance	4.79	3.49
Car running & maintenance	0.91	0.81
Repair & Maintenance - Building	-	0.81
Repair & Maintenance -Others	3.76	3.29
Electricity	2.47	2.57
Legal and Professional	59.37	66.77
Printing & stationery	0.15	0.38
Fees and subscription	0.07	0.23
Miscellaneous expenses	8.43	1.68
Bad Debts Written off	34.91	15.91
Payment to auditor	1.70	1.70
	134.68	118.46

Notes :-

(i) Payment to statutory auditors comprise (including indirect tax):

(` in Lakhs)

Payment to auditor:	For the Year ended March 31, 2022	For the Year ended March 31, 2021
- Audit fee	1.10	1.10
- Fees for certification	0.60	0.60
	1.70	1.70

24 INCOME TAX EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Current tax (Minimum Alternate Tax)	12.81	26.62
Less: MAT Credit recognised	(12.81)	(26.62)
	-	-

25 OTHER COMPREHENSIVE INCOME

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	-	23.84
	-	23.84

26. EQUITY PER SHARE

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Profit / (Loss) after Tax	79.54	131.30
Weighted average number of equity shares (in Lakhs)	7.066	7.066
Basic & Diluted EPS	11.26	18.58

27. SEGMENT REPORTING

The Company is engaged in consultancy services, including comprehensive engineering consultancy for hydro-electric, thermal and non-conventional energy power projects. Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

28. COMMITMENTS AND CONTINGENCIES

As per information available with the management there is no contingent liability as at March 31, 2022.

29. There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard-39 as it is not probable that an outflow of resources embodying economic benefit will be required.

30. RELATED PARTY DISCLOSURES

- a. **Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).**

i.	Bhilwara Energy Limited (BEL)	Holding Company
ii.	Malana Power Company Limited (MPCL)	Fellow Subsidiary
iii.	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
iv.	BG Wind Power Limited (BGWPL)	Fellow Subsidiary
v.	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
vi.	Chango Yangthang Hydro Power Limited (CYHPL)	Fellow Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary

- b. Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture
RSW Inc.
- c. Individual owning directly or indirectly an interest in the voting power of reporting enterprise that give them control or significant influence over the enterprises, And relative of any such individual
NA
- d. Key management personnel and their relatives
NA
- e. Enterprises over which any person described in (c) or (d) is able to exercise significant influence.
NA

The following transactions were carried out with the related parties in the ordinary course of business:-

(` in Lakhs)

Particulars	Transactions		Balances at year end	
	For the year ended March 31, 2022	For the year ended March 31, 2021	As at March 31, 2022	As at March 31, 2021
Consultancy Services Given				
AD Hydro Power Limited	5.81	10.04	-	-
Malana Power Co. Ltd.	8.49	10.66	-	-
RSWM Ltd.	54.28	-	12.42	-
Expense Reimb. during the year				
HEG Limited	1.38	3.34	-	-
RSWM Limited (Common Expenses)	15.46	9.05	-	-
RSWM Limited (Rent Expenses)	11.00	11.00	-	-
Amount paid other during the year				
Bhilwara Energy Limited	-	3.99	-	-
RSWM Limited	253.91	5.21	-	227.46
RSWM Limited-Gulabpura	128.68	-	-	128.68

31. DEFINED BENEFIT PLAN

Disclosures including sensitivity analysis in respect of gratuity and leave encashment have been made as per the valuation of employee benefit done for the year ended March 31, 2022

Employee benefits plan

A Gratuity

Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	10.00 P.A.	10.00 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	59.49	73.28
Fair value of Plan Assets	123.46	131.94
	(63.97)	(58.66)
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	(63.97)	(58.66)

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Total Charge/(Credit) Recognised in Profit and Loss	0.09	2.30
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	(5.84)	(23.84)

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation beginning of period	73.28	120.13
b) Interest Cost on DBO	5.15	8.11
c) Net Current Service Cost	4.21	4.70
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(15.59)	(46.23)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(7.56)	(13.43)
k) Defined Benefit Obligation End of Period	59.49	73.28

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	131.94	155.67
b) Expected return on plan assets	9.28	10.51
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) LIC Charges	(0.45)	(0.00)
f) Actual Taxes Paid	-	-
g) Actual Administration Expenses Paid	-	-
h) Changes in Foreign Currency Exchange Rates	-	-
i) Benefits paid	(15.59)	(44.65)
j) Acquisition /Business Combination / Divestiture	-	-
k) Assets Extinguished on Curtailments / Settlements	-	-
l) Actuarial (Gain)/Loss on Asset	1.72	(10.41)
ml) Fair value of plan assets at the end.	123.46	131.94

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	4.21	4.70
b) Net Interest Cost	(4.12)	(2.40)
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	0.09	2.30

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in OCI (Gain) / Loss Beginning of Period	(54.31)	(30.47)
b) Remeasurements Due to :	-	-
1. Effect of Change in Financial Assumptions	(2.34)	(2.10)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	(5.22)	(11.33)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	1.72	(10.41)
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognised in OCI (Gain)/Loss	(5.84)	(23.84)
d) Amount Recognized in OCI (Gain)/Loss End of Period	(60.15)	(54.31)

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in P&L End of Period	0.09	2.30
b) Amount recognized in OCI End of Period	(5.84)	(23.84)
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	(5.75)	(21.55)

6 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability Beginning of Period	(58.66)	(35.54)
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	0.09	2.30
d) Total Remeasurements Recognised in OC (Income)/Loss	(5.84)	(23.84)
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	-	-
g) LIC Charges	0.45	0.00
h) Benefits Paid	-	(1.58)
i) Other Events	-	-
j) Balance Sheet (Asset)/Liability End of Period	(63.97)	(58.66)

7 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on plan assets	9.28	10.51
b) Remeasurements on Plan Assets	(1.72)	10.41
c) Actual Return on Plan Assets	7.56	20.92

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Unrecognised Asset Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset End of Period	-	-

9 The Major Categories of Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
c) Equity Shares of listed companies	-	-
d) Cash (Including Bank Balance Special Deposit Scheme)	-	-
e) Funds Managed by Insurer	100%	100%
f) Others	-	-
Total	100%	100%

10 Current / Non-Current Bifurcation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	0.89	1.13
b) Non-Current liability	58.60	72.14
c) Net Liability	59.49	73.28

11 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Actives	59.49
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	59.49

12 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(6.25)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	7.24
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	6.99
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(6.16)

13 Expected Cash flows for the Next Ten Years (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Year - 2023	0.95
b) Year - 2024	0.96
c) Year - 2025	9.44
d) Year - 2026	0.98
e) Year - 2027	3.73
f) Year - 2028 to 2032	30.46

B Leave encashment**Financial Assumptions Used to Determine the Profit & Loss Charge** (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	10.00 P.A.	10.00 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	46.74	53.55
Fair value of Plan Assets	-	-
	46.74	53.55
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	46.74	53.55

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation, beginning of period	53.55	88.79
b) Interest Cost on DBO	3.77	5.99
c) Net Current Service Cost	4.53	3.84
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(6.87)	(30.52)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(8.24)	(14.55)
k) Defined Benefit Obligation, End of Period	46.74	53.55

2 Change in Fair Value of Plan assets

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Amounts Recognised in Statement of Profit & Loss at Period-End

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	4.53	3.84
b) Net Interest Cost	3.77	5.99
c) Past Service Cost	-	-
d) Remeasurements*	(8.24)	(14.55)
e) Administration Expenses	-	-
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g) Total Expense /(Income) included in "Employee Benefit Expense"	0.06	(4.72)

4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Remeasurements Due to :		
1. Effect of Change in Financial Assumptions	(1.99)	(1.72)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	(6.25)	(12.83)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
b) Total Remeasurements Recognised (gains) / losses	(8.24)	(14.55)

5 Reconciliation of Balance Sheet Amount

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability, Beginning of Period	53.55	88.79
b) Total Charge/(Credit) Recognised in Profit and Loss	0.06	(4.72)
c) Acquisition /Business Combination / Divestiture	-	-
d) Benefit Payouts	(6.87)	(30.52)
e) Balance Sheet (Asset)/Liability, End of Period	46.74	53.55

6 Actual Return on Plan Assets

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on plan assets	-	-
b) Remeasurement on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

7 Asset Category		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Government of India Securities (Central and State)	-	-	
b) High quality corporate bonds (including Public Sector Bonds)	-	-	
c) Equity shares of listed companies	-	-	
d) Real Estate / Property	-	-	
e) Cash (including Special Deposits)	-	-	
f) Other (including assets under Schemes of Insurance)	-	-	
g) Total	-	-	

8 Current / Non-Current Bifurcation		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Current liability	0.65	0.74	
b) Non-Current liability	46.09	52.81	
c) Net Liability	46.74	53.55	

9 Defined Benefit Obligation by Participant Status		(` in Lakhs)	
Particulars	As at March 31, 2022		
a) Actives	46.74		
b) Vested Deferreds	-		
c) Retirees	-		
d) Total Defined Benefit Obligation	46.74		

10 Sensitivity Analysis		(` in Lakhs)	
Particulars	As at March 31, 2022		
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(5.28)		
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	6.18		
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	5.96		
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(5.21)		

32. Retention and Earnest money deposit amounting to ` 28.58 Lakhs (previous year ` 28.58 Lakhs) is outstanding for recovery from various parties since long. However, the management is hopeful to recover this amount and no provision has been considered at present.
33. Security Deposit amounting to ` 4.10 Lakhs (previous year ` 4.10 Lakhs) was given to a party is outstanding for recovery / adjustment since 2012. However, the management is hopeful to recover this amount and no provision has been considered at present.
34. In the opinion of the Management and to the best of their knowledge and believe, the value on realization of current assets, Loan & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.
35. Balance of Trade Receivable / Payable Loans / Advances are subject to confirmation.

36. FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analyses in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

i. Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Particulars of un-hedged foreign currency exposures as at the Balance Sheet date are NIL (previous year NIL). Hence, no further disclosure is required under this section.

ii. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company is not exposed to any interest rate risk as there is no long term borrowing in the company. Hence, no disclosure is required under this section.

b) Price Risk

The company is not exposed to any price risk as there is no investment in equities outside the group and the company doesn't deal in commodities.

c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(` in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	Gross Carrying Amount	Carrying amount net of impairment provision	Gross Carrying Amount	Carrying amount net of impairment provision
Retention Money	28.58	28.58	28.58	28.58
Security deposits	4.10	4.10	4.10	4.10
Advances recoverable in cash or kind	57.76	57.76	62.05	62.05

d) Liquidity Risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:-

(` in Lakhs)

As at March 31, 2022	Less than 3 months	3 to 6 months	6 to 12 months	12 Months to 3 Years	More than 3 Years	Total
Borrowings	28.54	29.11	60.35	224.00	-	342.00
Trade payables	3.28	-	-	-	-	3.28
Employee benefit expenses payable	19.87	-	-	-	-	19.87
Other payable	1.54	-	-	-	-	1.54

As at March 31, 2021	0-12 months	12 months to 3 years	More than 3 years	Total (` in Lakhs)
Trade payable	2.21	1.51	356.14	359.86
Employee benefit expenses payable	58.20	-	-	58.20
Other payable	5.81	-	-	5.81

37. CAPITAL MANAGEMENT

a. Risk Management

The group's objectives when managing capital are:-

- Safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares.

38. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(` in Lakhs)

Particulars	As at March 31, 2022			As at March 31, 2021		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
Retention Money	-	-	28.58	-	-	28.58
Advances recoverable in cash or kind	-	-	57.76	-	-	62.05
Trade Receivables	-	-	465.99	-	-	504.35
Cash and Cash Equivalents	-	-	22.64	-	-	54.46
Security Deposits	-	-	4.10	-	-	4.10
Total Financial Assets	-	-	579.07	-	-	653.54
Financial Liabilities						
Borrowings	-	-	342.00	-	-	3.57
Trade payables	-	-	3.28	-	-	359.86
Other Financial Liabilities	-	-	21.41	-	-	64.01
Total Financial Liabilities	-	-	366.69	-	-	427.44

i. Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

(` in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2022	Level 1	Level 2	Level 3
Financial Assets at Amortised cost:				
Security Deposits	4.10	-	-	4.10
Others	574.97	-	-	574.97
Total	579.07	-	-	579.07
Financial Liabilities at Amortised cost:				
Borrowings	342.00	-	-	342.00
Others	24.69	-	-	24.69
Total	366.69	-	-	366.69

(` in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2021	Level 1	Level 2	Level 3
Financial Assets at Amortised cost:				
Security Deposits	4.10	-	-	4.10
Others	649.44	-	-	649.44
Total	653.54	-	-	653.54
Financial Liabilities at Amortised cost:				
Borrowings	3.57	-	-	3.57
Others	423.87	-	-	423.87
Total	427.44	-	-	427.44

ii. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

39. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	1.02	0.60	Due to decrease in current liability resulting in significant impact
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	4.84	0.05	Due to increase in loan resulting in significant impact
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	2.91	70.84	Due to increase in loan & service of interest thereon resulting in significant impact
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	112.57%	185.82%	reduction in expenditure and receipt of interest on income tax refund resulting into significant impact
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	1.77	1.42	The change in ratio is less than 25%
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	0.74	0.33	Due to repayment of outstanding resulting into major impact
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	(3.28)	(2.19)	Due to decrease in current liability resulting in significant impact
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	18.76%	25.41%	Due to lesser revenue resulting into major impact
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	32.38%	62.47%	Due to lesser revenue resulting into major impact
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

40. In F.Y 2011-12, PF Deposit systems were shifted to online mode from Manual submission mode. During March'12 & April'12, Company has deposited the Employee's Contribution as well as its own contribution in EPFO but due to some technical issues those contributions were not reflected in the respective employees EPFO accounts. Company raised the matter continuously with the EPFO authorities, as a result during financial year 2018-19, PF authorities returned the amount pertaining to above said period to company with stipulation that the company will redeposit the amount in respective employee's EPFO A/c.

Further, the Company has created the liability in its books of account against the amount of EPF received from PF authority and redeposited the contribution to the extent it can trace the retrenched employees. In addition to above, there is Contribution amounting to ` 2.44 Lakhs which is still pending to deposit on account of non-traceability of past employees.

41. The Company Assessment for A.Y. 2011-12 to A.Y. 2016-17 u/s 153(A) and A.Y. 2017-18 u/s 143(3) has been completed during the previous year 2018-19. The company has filed the appeal with Commissioner Appeal for A.Y. 2012-13, A.Y. 2013-14, A.Y. 2014-15 & A.Y. 2017-18 against the impugned order of the Deputy Commissioner of Income Tax passed u/s 153(A) of the Income Tax Act. The CIT appeal had passed the order dated 30.04.2019 in favour of the company, the refund for the A.Y. 2014-15 which was the major amount had been received but the refund for the A.Y. 2013-14, A.Y. 2015-16, A.Y.2016-17 & A.Y. 2017-18 is yet to be given by the income tax department, TDS receivable amount pertaining to these assessment years are not adjusted by the company in the books of accounts

42. OTHER STATUTORY INFORMATION:

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

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- (ii) The Company does not have any transactions with companies struck off.
 - (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
 - (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
 - (v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
 - (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
 - (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
43. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure in accordance with implementation of amendments in schedule III of IND AS.
44. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 06, 2022.

Signed in terms of our report of even date

For KRA & Associates
Chartered Accountants
FRN No: 002352N

Vikas Goel
Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 06, 2022

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
Director
DIN: 00322834

Vimal Banka
Director
DIN: 00322532

ANNUAL REPORT
OF



BG WIND POWER LIMITED

CIN : U40300DL2014PLC272660

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Mr. Vimal Banka
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Mr. Naveen Kumar Vaid, Company Secretary
Mr. Rahul Sharma, CFO

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

FINANCIAL INSTITUTIONS / BANKERS

Axis Bank Limited
HDFC Bank Limited

REGSETERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers,
A-12, Sector-1,
Noida - 201 301 (U. P.)

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2021-22

Dear Members,

Your Directors have pleasure in presenting their Eighth (8th) Annual Report along with the Audited Financial Statement for the Financial Year ended March 31, 2022 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

(Amount in ` Millions)

Particulars	2021-22	2020-21
Total Revenue	42.66	70.95
Less: Total Expenses	148.64	155.09
Profit/(Loss) Before Tax	(105.98)	(84.14)
Less: Tax Expenses	-	-
Profit/ (Loss) after Tax	(105.98)	(84.14)
Earnings Per share Basic/ Diluted in `	(4.81)	(3.82)

2. STATEMENT OF COMPANY AFFAIRS

20 MW WIND POWER PROJECT IN DISTT. JAISALMER, RAJASTHAN

Your Company, a wholly owned subsidiary of M/s Bhilwara Energy Limited, is engaged in the generation of 20 MW Wind power project in Distt. Jaisalmer, Rajasthan. The Company had signed Power Purchase Agreement (PPA) with Jodhpur Vidyut Vitran Nigam Limited for sale of power at Average Power Purchase Cost (APPC) as approved by RERC from time to time. However such PPAs were signed by Discoms for a block of three years with an option to renew for another 3 years. The Company's PPA with Discoms expired on 31st March 2019 and subsequently Discoms refused to renew the PPA for not only with the company but also with all wind and solar power generators in the state rendering almost 636 MW capacity without PPA.

The matter related to PPA is presently sub judice with Rajasthan High Court. However, the power generated is still being given to Discom pursuant to directions of Hon'ble High Court but revenue is not being realized from 1st April 2019 onwards. However, the revenue is booked in the books of account based upon RERC approved tariff but the company is not being able to raise invoices to Discom in absence of PPA and therefore could not get REC issued also. Further, factors like lower generation due to evacuation constraint at Akal substation, feeder constraint & RoW by local/Inox vendors at site & lower wind speed have also been responsible to render generation of power at quite lower level.

The generation during the current financial year 2021-22 is 10.60 MUs as compared to 18.82 MUs in the previous year 2020-21.

The total revenue from operations during the current financial year 2021-22 is ` 42.55 Million as compared to ` 70.90 Million in the previous financial year.

The Company suffered loss of ` 105.98 million in the financial year 2021-22 as against loss of ` 84.14 million during the previous financial year. The revenue is being recognized on provisional basis based on tariff as

mentioned in RERC (REC) Third Amendment Regulations, 2019.

In view of the prevalent situation, the company is evaluating to convert the mode of sale of power generated from the 20 MW project to captive.

3. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, affecting the financial position of the Company have occurred between the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

4. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

5. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. The Audit Committee reviews financial statements along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

6. PERSONNEL

(a) Industrial Relation

The Company has not employed any employee at project site since comprehensive operation and maintenance was given to third party on long term basis. However, the Industrial Relations during the period under review remained cordial without any untoward incidents.

(b) Particulars of Employees

The information as required under section 197 (12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith with as **Annexure I**.

7. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2022.

8. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as mention under section 135 of the Companies Act, 2013 for making investment in CSR Activities. So, the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

9. SHARE CAPITAL

- a) **Issue of equity shares with differential rights**
During the financial year 2021-22, no equity shares have been issued with differential rights.
- b) **Issue of sweat equity shares**
During the financial year 2021-22, no sweat equity shares which have been issued.
- c) **Issue of employee stock options**
During the financial year 2021-22, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.
- d) **Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees**
During the Financial Year 2021-22 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

10. RESERVES

No amount was required to be transferred to Reserve.

11. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

The Company had signed Power Purchase Agreement (PPA) on 18th January 2017 with Jodhpur Vidyut Vitran Nigam Limited for sale of power at Average Power Purchase Cost (APPC) as approved by RERC from time to time. However such PPAs were signed by Discoms for a block of three years with an option to renew for another 3 years. The Company's PPA with Discoms expired on 31st March 2019 and subsequently Discoms showed reluctance to renew the PPA citing high tariff and other reasons.

Thereafter, RERC suo-moto vide amendment regulation dated 05th March, 2019 has capped the price of electricity component to average of pooled cost for JdVVNL i.e. Rs 3.14/kwh with discretion of DISCOM to execute the PPA for entire balance life of the project. Despite submitting all the required documents for renewal of PPA to RRECL (nodal agency) and RRECL recommending to renew the PPA, the Discom refused to renew the PPA for not only with the company but also with all wind and solar power generators in the state rendering almost 636 MW capacity without PPA.

The matter related to PPA is presently sub judice with Rajasthan High Court. The Company has also filed Interim Application with High court for interim relief for direction to Discom to make interim payment for energy already injected and continue to make payment till disposal of the case.

To the extent of RERC Amendment Regulation dated 05th March, 2019 and probable High Court Order, it will have impact on the Company revenue.

12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required to be disclosed pursuant to the provisions of section 134 (3) (m) of the Companies Act, 2013 read with the Rules, 8(3) of the Companies (Accounts) Rule, 2014 is given as **Annexure II** forming part of this report.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

Pursuant to the provisions of Companies Act, 2013 Mr. Rishabh Jhunjhunwala (DIN: 03104458) and Mr. Om Prakash Ajmera (DIN: 00322834) Directors shall be retire by rotation in the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

The Board recommends their reappointment.

RESIGNATION OF MR. VIMAL BANKA FROM THE OFFICE OF DIRECTOR

Mr. Vimal Banka (DIN: 00322532) has resigned from the post of Director w.e.f. 05.07.2022 due to health issues. The Board hereby takes the opportunity to thank him for the service rendered by him during his tenure.

APPOINTMENT OF MR. PUNEET ANAND AS A DIRECTOR

Mr. Puneet Anand (DIN: 09595084) has appointed as an additional director in the Board Meeting held on 28.07.2022 and shall hold office upto the date of the ensuing Annual General Meeting of the Company. The company has received a notice in writing from member pursuant to the provisions of the section 160 of the Act signifying his intention to propose the candidature of Mr. Puneet Anand for the office of Director. The Board recommend to appoint him as a director of the Company in the ensuing Annual General Meeting of the Company.

APPOINTMENT OF COMPANY SECRETARY

Your Directors informs the members that based on the recommendation of Nomination & Remuneration Committee, Mr. Naveen Kumar Vaid was appointed as Company Secretary of the Company w.e.f from 07th May, 2022 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

DURING THE FINANCIAL YEAR 2021-22, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP'S

DIRECTORS RETIRE BY ROTATION

During the year, Mr. Rishabh Jhunjhunwala (DIN: 03104458) Director and Mr. Om Prakash Ajmera (DIN: 00322834) Director retired by rotation at the 7th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 7th Annual General Meeting of the Company held on 29th September, 2021.

RESIGNATION OF COMPANY SECRETARY

Ms. Shrishti Saxena has resigned from the post of the Company Secretary w.e.f. 10th December, 2021.

RESIGNATION OF MANAGER (KMP)

During the Financial Year under review, Ms. Kakoli Sengupta was resigned from his post of Manager with effect from 30th April, 2021.

RE-APPOINTMENT OF MANAGER (KMP)

During the Financial Year under review, Ms. Poonam Gupta was appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 29th October, 2021 and subsequently approved by the members at an

Extra Ordinary General Meeting held on 29th October, 2021 at shorter notice for a period of one year commencing from 29th October, 2021 to 31st March, 2024 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that declarations under section 149(7) of the Companies Act, 2013 have been taken from the Independent Director/s at the beginning of the financial year confirming that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPS)

In accordance with the provisions of Section 2 (51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

- Ms. Shrishti Saxena, Company Secretary –Cessation w.e.f. 10th December, 2021
- Mr. Naveen Kumar Vaid, Company Secretary – Appointed w.e.f. 07.05.2022
- Ms. Kakoli Sengupta, Manager – Cessation as Manager w.e.f 30.04.2021
- Ms. Poonam Gupta, Manager – Appointed as Manager w.e.f 29.10.2021
- Mr. Rahul Sharma, Chief Financial Officer (CFO)

14. MEETINGS

(I) MEETINGS OF BOARD

The Board of Directors met Five (5) times during the financial year 2021-22. The Meetings of the Board were held on 6th May, 2021, 27th July, 2021, 29th October, 2021, 28th January, 2022 and 31st March 2022.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The Composition & Attendance of the meetings held in the financial year 2021-22 is as below:

COMPOSITION & ATTENDANCE OF BOARD

S. No.	Name of Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Rishabh Jhunjunwala	Non-Executive Director	5	4
2	Mr. Om Prakash Ajmera	Non-Executive Director	5	5
3	Mr. Vimal Banka	Non-Executive Director	5	5
4	Ms. Niharika Bindra	Non-Executive Director (Independent Director)	5	1
5	Mr. Pradeep Agarwal	Non-Executive Director (Independent Director)	5	5

(II) AUDIT COMMITTEE

During the financial year 2021-22, the Audit Committee reviewed the Company's financial results, Internal Control Systems and Risk. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2021-22.

Majority of the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors and Senior Executives of the Company were invited to attend the meetings of the Committee. The Company Secretary acts as the Secretary of the Committee.

During the financial year 2021-22, Four (4) Audit Committee Meetings were held on 6th May, 2021, 27th July, 2021, 29th October, 2021, 28th January, 2022 and 31st March 2022.

The Composition & Attendance of the Audit Committee meetings held in the financial year 2021-22 is as below:

COMPOSITION & ATTENDANCE OF THE AUDIT COMMITTEE MEETING HELD DURING THE YEAR:

S. No.	Name of Member	Designation	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Om Prakash Ajmera	Chairman & Member	4	4
2	Ms. Niharika Bindra	Member	4	2
3	Mr. Pradeep Agarwal	Member	4	4

The Company Secretary acts as the Secretary of the Committee.

(III) NOMINATION & REMUNERATION COMMITTEE MEETING

During the financial year 2021-22, one Nomination & Remuneration Committee Meeting was held on 29th October, 2021.

The Current Composition of the Committee is as under:

S. No.	Name of Member	Designation	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Om Prakash Ajmera	Chairman & Member	1	1
2	Mr. Rishabh Jhunjunwala	Member	1	1
3	Ms. Niharika Bindra	Member	1	1
4	Mr. Pradeep Agarwal	Member	1	1

(D) INDEPENDENT DIRECTORS MEETING

During the year under review, One Independent Director Meeting was held on 28th January, 2022. Independent Directors met without the attendance of Non Independent Directors and members of the

Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(E) MEETING OF MEMBERS

The 7th Annual General Meeting of the company was held on 29th September, 2021.

During the Financial Year under review, one Extra Ordinary General Meeting of the members was held on 29th October, 2021.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY

All the related party transactions entered into during the financial year were on arm's length basis and were in the ordinary course of business. Your Company has not entered into any transaction with related parties which could be considered material in terms of section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under section 134(3)(h) of the Companies Act, 2013 in form AOC-2 is not applicable.

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The Company has not made any investment.

17. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

18. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management.

There is no major risk which may threaten the existence of the Company.

19. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the Companies Act, 2013 the Board of Directors on the recommendation of the Nomination and Remuneration Committee has framed a policy for the appointment of directors and Senior Management of the Company and their remuneration. The Policy forms part of the Board Report as **Annexure III** and has been disclosed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

20. STATUTORY AUDITORS

At the Annual General Meeting Held on 29th September, 2020 **M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N)**, were re-appointed as the statutory auditors of the Company to hold office for a period of 5 consecutive years from the conclusion of the 6th (Sixth) Annual General Meeting of the Company till the conclusion of 11th (Eleventh) Annual General Meeting to be held in the Calendar Year 2025.

Further the Auditors have confirmed their eligibility u/s 141 of Companies Act, 2013 and the rules made there under.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

21. REPORTING OF FRAUD BY AUDITOR

During the year under review, the statutory Auditor had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

22. AUDITORS' REMARK

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors Report does not contain any qualification, reservation or adverse remarks.

23. ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return is available on the website of the holding company, the link of which is www.bhilwaraenergy.com.

24. WHISTLE BLOWER POLICY / VIGIL MECHANISM

Your Board Reports the members that with the objective of pursuing the business in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior and to encourage and protect the employees who wish to raise and report their genuine concerns about any unethical behavior actual or suspected fraud or violation of Company's Code of Conduct, the Company on the recommendation of the Audit Committee has adopted a Whistle Blower Policy. The policy adopted by the Company contains a framework whereby the identity of complainant is not disclosed. The Policy has been disclosed on the website of the holding Company, www.bhilwaraenergy.com.

25. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- iii. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. that the annual financial statement has been prepared on a going concern basis;
- v. that the Company had laid down internal financial controls to be followed by the company and that such internal financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. GENERAL DISCLOSURE

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2021-22.

- There was no change in the name of the Company and its nature of business since last year.
- The financial year of the Company was same as of previous year.

- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2021-22.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by the Institute of Company Secretaries of India (ICSI) from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.
- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.
- The Company has made the necessary disclosure as per rule 8(5) of companies' accounts rules 2014.

27. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment

For and on behalf of the Board of Directors
BG Wind Power Limited

Rishabh Jhunjunwala
 Director
 DIN :03104458

Om Prakash Ajmera
 Director
 DIN: 00322834

Place: Noida
 Date: July 28, 2022

ANNEXURE I TO DIRECTOR'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

ANNEXURE 1**(A) Names of the top ten employees in terms of remuneration drawn**

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (In yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Ms. Shrishti Saxena*	Company Secretary	3.97 Lakhs	B.Com(H), ACS	07 Years	31	27th March, 2015	Chango Yangthang Hydro Power Limited	NIL	Permanent	NO
2	Mr. Rahul sharma	Executive Accounts	6.87 Lakhs	MBA(Finance)	6 Years	35	14th April, 2017	Bhilwara Energy Ltd	NIL	Permanent	NO
2	Ms. Poonam Gupta**	Manager (Manager as per Sec (2)53 of the Co. Act, 2013)	2.50 Lakhs	MBA	16 Years	37	07th June, 2007	India Infoline Ltd	NIL	Permanent	NO
4	Ms. Kakoli Sengupta	Manager (Manager As per Sec 2(53) of the Co. Act, 2013)	0.72 Lakhs	Master Degree in Environment & Ecology and also holding L.L.B Degree from the University of Meerut	28 Years	50	11th November, 2019	Bhilwara Energy Ltd	-	Contractual	NO

NOTE:

*Ms. Shrishti Saxena resigned from the post of Company Secretary w.e.f. 10.12.2021

**Ms. Poonam Gupta appointed as Manager w.e.f. 29.10.2021

***Ms. Kakoli Sengupt resigned from the post of Manager w.e.f. 30.04.2021

ANNEXURE II TO DIRECTOR'S REPORT**BG WIND POWER LIMITED****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy NIL**(b) Technology Absorption**

The Technology for Wind Power Project has been provided by AMSC Austria-subsiary of USA based American Superconductors Corporation (AMSC) a well-known Company in field of Wind Energy, through their business partners in India, who are acting as the EPC cum Project Developer. The operations and maintenance of the Wind Farm is also with the Project Developer. Our team has been extensively involved during all the phases of manufacturing, quality control, microsinig, erection and commissioning.

The operations of Wind Power plant is monitored through SCADA, for which suitable training has been provided to our staff through site visits and live generation system.

(c) Foreign Exchange Earnings and Outgo

	31/03/2022	31/03/2021
Foreign exchange Earnings	NIL	NIL
Foreign exchange Expenditure	NIL	NIL

ANNEXURE III TO DIRECTORS REPORT

BG WIND POWER LIMITED

NOMINATION & REMUNERATION POLICY

1. OBJECTIVE

The Key Objectives of the Committee would be:

- a) to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

(a) **Key Managerial Personnel:** Key Managerial Personnel means

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer;
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

(b) **Senior Management:** Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance.
- iv. to recommend to the Board on:
 - (i) policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - (ii) Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vi. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- vii. to devise a policy on Board diversity;
- viii. to develop a succession plan for the Board and to regularly review the plan;

4. MEMBERSHIP

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.

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- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6) **FREQUENCY OF MEETINGS**

The meeting of the Committee shall be held at such regular intervals as may be required.

7) **COMMITTEE MEMBERS' INTERESTS**

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8) **SECRETARY**

The Company Secretary of the Company shall act as Secretary of the Committee.

9) **VOTING**

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10) **NOMINATION DUTIES OF COMMITTEE**

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11) **REMUNERATION DUTIES OF COMMITTEE**

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12) **MINUTES OF COMMITTEE MEETING**

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

INDEPENDENT AUDITORS' REPORT

To the Members of BG Wind Power Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **BG Wind Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to 'Note-16' to the accompanying statement, where the Power Purchase Agreement (PPA) with DISCOM has expired on March 31, 2019. BG Wind Power Limited, Subsidiary is pursuing for Power Purchase Agreement (PPA) with DISCOM @ INR 3.14 per Kwh as per RERC third amendment regulation dated 5th March 2019 for the entire duration of the project. The Discom has yet not renewed the PPA. The Company has continued to recognise Revenue from Sale of Power of ₹ 310.11 lakhs and Generation Based Incentive (GBI) of ₹ 50.34 lakhs and shown under Unbilled Revenue as the management of the company believes that PPA will be signed. The company has filed the writ petition with Rajasthan High Court, Jaipur in this regard and the matter is still undecided as hearing is continued.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the

Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.

- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be

expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the

Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and according to the information and explanation given to us the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations as confirmed by the Management; therefore, there is no impact on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 36(vii) to the Standalone Financial Statements, no funds have been advanced or loaned or

invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the note 36(viii) to the Standalone Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity(ies).

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida, U.P.
Date: May 11, 2022

ANNEXURE 'A' TO AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.
- (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2022.

- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) As per the details and information shared with us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- iii. (a) According to the information and explanation given to us and the records examined by us, the company is not having any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- iv. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered by section 189 of the Companies Act, 2013. Accordingly, clauses 3(iii) (a) to (f) are not applicable.
- v. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.
- vi. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.
- vii. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2022.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.
- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- ix. (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the

- year. However the payment of principle and interest amount for FY 2021-22 has been deferred with the approval of lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
 - (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 - (e) The Company do not have any subsidiary, associate or joint venture. Hence, reporting under clause 3(ix)(e) of the Order is not applicable.
 - (f) The Company do not have any subsidiary, associate or joint venture. Hence, reporting under clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
 - (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.
 - (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
 - (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
 - xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
 - xiv. As per explanation given to us the requirement of internal audit is not applicable to the company. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
 - xv. In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
 - xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
- The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses of ` 316.67 Lacs during the financial year covered by our audit and ` 97.67 Lacs in the immediately preceding financial year.
 - xviii. There has been no resignation of the statutory auditors of the Company during the year.
 - xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
 - xx. The company is not having any obligation under section 135 of the Companies Act'2013 Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida, U.P.
Date: May 11, 2022z

Annexure B to the Independent Auditor's Report to the Members of BG Wind Power Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **BG Wind Power Limited** ("the Company") as of 31st March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the

Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those

policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida, U.P.
Date: May 11, 2022

BALANCE SHEET AS AT MARCH 31, 2022

		(` in Lakhs)	
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
I ASSETS			
A Non-Current Assets			
(a) Property, Plant and Equipment	3	5,719.55	6,462.93
(b) Financial Assets			
(i) Loans	4	10.99	9.00
(c) Other Non-Current Assets	8	32.04	34.39
		5,762.58	6,506.32
B Current Assets			
(a) Financial Assets			
(i) Loans	4	1.60	0.60
(ii) Cash and cash equivalents	5	2.92	37.13
(iii) Trade Receivables	6	-	-
(b) Other Financial Assets	7	1,396.03	1,032.12
(c) Other Current Assets	8	224.91	158.29
		1,625.46	1,228.14
Total Assets		7,388.04	7,734.46
II EQUITY AND LIABILITIES			
A Equity			
(a) Equity Share Capital	9	2,205.00	2,205.00
(b) Other Equity	10	(5,158.74)	(4,098.71)
		(2,953.74)	(1,893.71)
B Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	11	6,498.30	6,912.08
(b) Provisions	15	4.48	5.48
		6,502.78	6,917.56
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	11	3,213.83	2,638.96
(ii) Trade Payables	12		
- Total outstanding dues of micro enterprises and small enterprises		1.42	3.01
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	-
(b) Other Financial Liabilities	13	565.15	44.05
(c) Other Current Liabilities	14	58.45	24.45
(d) Provisions	15	0.15	0.14
		3,839.00	2,710.61
Total Equity and Liabilities		7,388.04	7,734.46
Significant Accounting Policies	2		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 11, 2022

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Vimal Banka
Director
DIN-00322532

Naveen Kumar Vaid
Company Secretary
M.No.- A38996

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022

(` in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2022	For the year ended March 31, 2021
i Revenue From Operations*	16	425.45	708.99
ii Other Income	17	1.19	0.51
iii Total Income		426.64	709.50
iv Expenses			
Employee Benefits Expense	18	14.58	19.46
Finance Costs	19	688.24	741.49
Depreciation and amortization expense	20	743.36	743.49
Other Expenses	21	40.24	46.47
v Total Expenses		1,486.42	1,550.91
vi Profit / (Loss) before tax		(1,059.78)	(841.41)
vii Tax Expense	22		
Current Tax		-	-
viii Profit / (Loss) for the year		(1,059.78)	(841.41)
ix Other Comprehensive Income	23		
(i) Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit plans		(0.25)	0.25
x Other comprehensive income for the year		(0.25)	0.25
xi Total comprehensive income for the year, net of tax		(1,060.03)	(841.16)
xii Earnings per Equity Shares	24		
(i) Basic (in `)		(4.81)	(3.82)
(ii) Diluted (in `)		(4.81)	(3.82)

*Pending execution of the PPA expired on March 31, 2019, the Company has recognised revenue @3.14/- kwh based on the order issued by RERC vide its third amendment regulation dated 5th March 2019 for execution of the PPA to DISCOM for entire balance project life. GBI also taken at applicable rate @0.50/- kwh.

Significant Accounting Policies

2

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**

Chartered Accountants

Firm Regn.No: 000561N

Mukul Marwah

Partner

Membership No. 511239

Place: Noida (U.P.)

Date: May 11, 2022

For and on behalf of the Board of Directors of

BG WIND POWER LIMITED

O.P. Ajmera

Director

DIN: 00322834

Rahul Sharma

Chief Financial Officer

Vimal Banka

Director

DIN-00322532

Naveen Kumar Vaid

Company Secretary

M.No.- A38996

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

a. Equity Share Capital

1 Current reporting period			(` in Lakhs)
Particulars	No. of Shares (in Lakhs)	Amount	
Balance as at April 1, 2021	220.50	2,205.00	
Changes in equity share capital during the year	-	-	
Balance as at March 31, 2022	220.50	2,205.00	

2 Previous reporting period			(` in Lakhs)
Particulars	No. of Shares (in Lakhs)	Amount	
Balance as at April 1, 2020	220.50	2,205.00	
Changes in equity share capital during the year	-	-	
Balance as at March 31, 2021	220.50	2,205.00	

b. Other Equity

1 Current reporting period					(` in Lakhs)
Particulars	Reserves & Surplus			Total	
	Capital Reserve	Securities Premium	Retained earnings		
Balance as at April 1, 2021	589.07	-	(4,687.78)	(4,098.71)	
Profit/(Loss) for the year	-	-	(1,059.78)	(1,059.78)	
Comprehensive income for the year	-	-	(0.25)	(0.25)	
Total	-	-	(1,060.03)	(1,060.03)	
Balance as at March 31, 2022	589.07	-	(5,747.81)	(5,158.74)	

2 Previous reporting period					(` in Lakhs)
Particulars	Reserves & Surplus			Total	
	Capital Reserve	Securities Premium	Retained earnings		
Balance as at April 1, 2020	589.07	-	(3,846.62)	(3,257.55)	
Profit/(Loss) for the year	-	-	(841.41)	(841.41)	
Comprehensive income for the year	-	-	0.25	0.25	
Total	-	-	(841.16)	(841.16)	
Balance as at March 31, 2021	589.07	-	(4,687.78)	(4,098.71)	

Significant Accounting Policies

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 11, 2022

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Vimal Banka
Director
DIN-00322532

Naveen Kumar Vaid
Company Secretary
M.No.- A38996

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

(` in Lakhs)		
Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	(1,059.78)	(841.41)
Depreciation of Property Plant and Equipment	743.36	743.49
Provision for gratuity and compensated absences	0.43	0.14
(Profit)/ loss on disposal of Property, plant and equipment	(0.01)	-
Finance Cost	580.45	649.12
Liability No Longer Required	(1.15)	-
Deferred Interest	107.79	92.37
Claim for generation loss / machine availability	65.00	65.00
Interest Income	(0.03)	(0.51)
Operating Profit/(loss) before Working Capital changes	436.06	708.20
(Increase) / Decrease in loan (financial assets)	(2.98)	(608.09)
(Increase) / Decrease in other financial assets	2.34	2.95
(Increase) / Decrease in other current assets	(495.52)	(62.45)
Increase / (Decrease) in other financial liabilities	0.04	(1.35)
Increase / (Decrease) in long term provisions	(0.57)	0.13
Increase / (Decrease) in short term provisions	0.01	0.01
Increase / (Decrease) in other short term financial Liabilities	(59.35)	27.48
Increase / (Decrease) in other current liabilities	32.40	5.42
	(87.57)	72.30
Refund of Income Tax / Tds	-	6.09
Net cash flow (used) in/ from Operating Activities	(87.57)	78.39
B. Cash Flow From Investing Activities		
Interest Received	0.04	0.51
Purchase of property, plant and equipment	(0.84)	0.03
Proceeds from sale of property, plant and equipment	0.86	-
Net cash flow (used) in/ from Investing Activities	0.06	0.54
C. Cash Flow From Financing Activities		
(Repayment) long-term borrowings during the year	-	(357.50)
(Repayment) short-term borrowings during the year	(25.00)	-
Proceeds short-term borrowings during the year	78.30	1,052.47
Interest paid	-	(741.49)
Net cash (used) in/ from Financing Activities	53.30	(46.52)
Net increase/(decrease) in Cash & Cash equivalent	(34.21)	32.41
Cash & Cash equivalent at the beginning of the year	37.13	4.72
Cash & Cash equivalent at year end	2.92	37.13
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	0.29	0.55
ii) Balance with Banks :		
- In Current Accounts	2.63	36.58
Total	2.92	37.13

Significant Accounting Policies

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
 Chartered Accountants
 Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

Mukul Marwah
 Partner
 Membership No. 511239

O.P. Ajmera
 Director
 DIN: 00322834

Vimal Banka
 Director
 DIN-00322532

Place: Noida (U.P.)
 Date: May 11, 2022

Rahul Sharma
 Chief Financial Officer

Naveen Kumar Vaid
 Company Secretary
 M.No.- A38996

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1. CORPORATE INFORMATION

BG Wind Power Limited (the 'company'), is a closely held public limited company incorporated on 27th October, 2014 under the Companies Act, 2013 having its Corporate office at Noida (UP). The company is in generation of wind power through 20 MW wind power project in Distt. Jaisalmer, Rajasthan. The Company has started commercial operation during the financial year 2016-17 w.e.f 24th January, 2017.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind-AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind-AS.

These financial statements have been prepared under the historical cost convention on the accrual basis, the financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of Estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period.

Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

The useful lives and residual values of property, plant and equipment are determined by the management accordingly. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

c) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the

revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, net of returns or allowance, trade discount and volume rebate taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The following specific recognition criteria must also be met before revenue recognized:

Sale of Electricity

Revenue from sale of electricity is recognized on the basis of billable electricity actually transmitted to customers in terms of the Power Purchase Agreements (PPA). Such Revenue is measured at the value of the consideration received or receivable.

Revenue is taken on the basis of tariff determined by RERC based on actual energy transmitted. However PPA is not being renewed by Discom and matter is presently in High Court).

Generation Based Incentives (GBI)

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Renewable Energy Certificate (REC)

Gross proceeds from sale of Renewable Energy Certificates (RECs) are recognized when all the significant risks and rewards of ownership of RECs have been passed to the buyer, usually on delivery of the RECs at actual rate of realization.

Interest on delayed payment

Interest on overdue receivables of energy bills, and other claims, casual income etc. are accounted on grounds of prudence, as and when recovered.

Other Interest

Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend

Dividend are recognised in profit and loss only when the right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the company and the amount of dividend can be measured reliably.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

On Plant and Machineries (Wind Turbine Generator)

Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

e) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Impairment of Non-Financial Assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes

in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the company is lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Financial Instruments

Financial Assets

i. Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

ii. Subsequent Measurement

Non-derivative financial instruments

• **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

• **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind-AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL.

For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

iii. Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities.

For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations.

If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

iv. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i) Preoperative Expenses:

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/ debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

j) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

k) Valuation of Inventories

Inventories are valued at lower of cost and net realizable value. Cost is determined on weighted average basis. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

l) Taxes On Income

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19 - 'Employee Benefits'.

Provident fund

The Company is not covered under Employees Provident Fund and Miscellaneous Provisions Act, 1952 as the number of employees is less than minimum number of employees on which provident fund is mandatory.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS)-19- 'Employee Benefits'. Gratuity liability is non-funded. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave Encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

n) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

o) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

p) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

q) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

s) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

t) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

u) Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) The nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) The instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) Changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21 related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations- The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.
- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.
- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework.
- (vi) Ind AS 106 Exploration for and evaluation of mineral resources; Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting- The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the financial statements of the Company.

3 PROPERTY, PLANT & EQUIPMENT

Tangible Assets						
(₹ in Lakhs)						
Particulars	Plant & machinery	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
Gross Carrying Value						
As at April 1, 2020	10,665.93	0.71	0.42	0.15	-	10,667.21
Additions	-	-	-	-	-	-
Disposals	-	0.06	0.09	-	-	0.15
As at March 31, 2021	10,665.93	0.65	0.33	0.15	-	10,667.06
Additions	-	-	-	-	0.84	0.84
Disposals	-	-	-	0.15	0.84	0.99
As at March 31, 2022	10,665.93	0.65	0.33	-	-	10,666.91
Impairment						
As at April 1, 2021	1,000.00	-	-	-	-	1,000.00
Impairment	-	-	-	-	-	-
As at March 31, 2022	1,000.00	-	-	-	-	1,000.00
Accumulated depreciation						
As at April 1, 2020	2,460.11	0.49	0.04	0.12	-	2,460.76
Charge for the year	743.31	0.14	0.04	-	-	743.49
Disposals	-	0.06	0.06	-	-	0.12
As at March 31, 2021	3,203.42	0.57	0.02	0.12	-	3,204.13
Charge for the year	743.31	-	0.04	-	0.01	743.36
Disposals	-	-	-	0.12	0.01	0.13
As at March 31, 2022	3,946.73	0.57	0.06	-	-	3,947.36
Net Carrying Value						
As at March 31, 2021	6,462.51	0.08	0.31	0.03	-	6,462.93
As at March 31, 2022	5,719.20	0.08	0.27	-	-	5,719.55

4. LOANS

(₹ in lakhs)				
Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good				
Security Deposits (with government department)	0.20	0.20	-	-
Security Deposits (SLDC-QCA)	8.00	8.00	-	-
Loan to employees	2.79	0.80	1.60	0.60
	10.99	9.00	1.60	0.60

5 CASH AND CASH EQUIVALENTS

(₹ in lakhs)			
Particulars	As at March 31, 2022	As at March 31, 2021	
- Balance with banks	2.63	36.58	
- Cash in hand	0.29	0.55	
	2.92	37.13	

6 TRADE RECEIVABLES

(₹ in lakhs)				
Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Secured, Considered Good	-	-	-	-
Unsecured, Considered Good	-	-	-	-
	-	-	-	-

7 OTHER FINANCIAL ASSETS

(` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
GBI Claim receivable	-	-	158.29	107.94
Unbilled Revenue	-	-	1,237.74	924.18
	-	-	1,396.03	1,032.12

8 OTHER ASSETS

(` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Considered good, unless otherwise stated				
Advance other than Capital advance	-	-	220.17	133.92
Prepaid expenses*	32.04	34.39	4.74	24.37
	32.04	34.39	224.91	158.29

*As per the agreement with Inox (Inox Wind Limited and Inox Green Energy Services Limited. (Previously known as Inox Wind Infrastructure Services Limited)), turnkey service provider, lease hold rights (sub lease) of land is in the process of execution in favour of the company.

9 EQUITY SHARE CAPITAL

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
340.00 Lakhs Equity shares of ` 10 each (Previous year 340.00 Lakhs Equity shares of ` 10 each)	3,400.00	3,400.00
	3,400.00	3,400.00
Issued, subscribed and fully paid up		
220.50 Lakhs Equity shares of ` 10 each (Previous year 220.50 Lakhs Equity shares of ` 10 each)	2,205.00	2,205.00
	2,205.00	2,205.00

Notes:-

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares (in Lakhs)	(` in lakhs)	No. of Shares (in Lakhs)	(` in lakhs)
Equity shares				
Shares outstanding at the beginning of the year	220.50	2,205.00	220.50	2,205.00
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	220.50	2,205.00	220.50	2,205.00

(b) Terms/rights attached to Equity Shares

The company has only one class of equity shares having par value of ` 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of shareholders holding more than 5% shares/shares held by the holding company in the Company

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares (in Lakhs)	% holding	No. of Shares (in Lakhs)	% holding
Equity shares of ` 10 each fully paid up held by				
Bhilwara Energy Limited (Holding Company)	220.50	100.00%	220.50	100.00%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(d) Shares held by promoter

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ₹ 10 each fully paid	Bhilwara Energy Limited	220.50	100.00%	220.50	100.00%
Total		220.50	100.00%	220.50	100.00%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

10 OTHER EQUITY

(a) Capital reserve	(₹ in lakhs)
Balances as at April 1, 2020	589.07
Add/(Less) Ind AS adjustment during the year	-
Balances as at March 31, 2021	589.07
Add/(Less) Ind AS adjustment during the year	-
Balances as at March 31, 2022	589.07
(b) Retained Earnings	
Balances as at April 1, 2020	(3,845.89)
Profit/(Loss) during the year	(841.41)
Balances as at March 31, 2021	(4,687.30)
Profit/(Loss) during the year	(1,059.78)
Balances as at March 31, 2022	(5,747.08)
(c) Other comprehensive income	
Balances as at April 1, 2020	(0.73)
Remeasurements of the net defined benefit plans (net of tax)	0.25
Balances as at March 31, 2021	(0.48)
Remeasurements of the net defined benefit plans (net of tax)	(0.25)
Balances as at March 31, 2022	(0.73)
Total Other Equity as at March 31, 2022	(5,158.74)

Nature and Description of Reserve :**(i) Capital Reserve:-**

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend and other distribution made to shareholders.

11 BORROWINGS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Term Loan from others*				
Purvi Vanijya Niyojan Limited	3,440.00	3,655.00	430.00	215.00
Raghav Commercial Limited	2,280.00	2,422.50	285.00	142.50
Unsecured Borrowings				
From other party loan				
Deferred Payment Loan - (Supplier Credit)	466.25	553.33	641.94	477.88
Loans From Holding Company				
Loan from holding company interest free**	312.05	281.25	1,856.89	1,803.58
	6,498.30	6,912.08	3,213.83	2,638.96
The above amount includes				
Secured borrowings	6,435.00	6,435.00		
Unsecured borrowings	3,277.13	3,116.04		
	9,712.13	9,551.04		

Outstanding as on March 31, 2022

(` in Lakhs)

Name of lender	Carrying Value	FY 2022-23	FY 2023-24	FY 2024-25	FY 2025-26	FY 2026-35
*Term Loan from others						
Purvi Vanijya Niyojan Limited	3,870.00	430.00	215.00	215.00	215.00	2,795.00
Raghav Commercial Limited	2,565.00	285.00	142.50	142.50	142.50	1,852.50
No. of Installments - 64						
	6,435.00	715.00	357.50	357.50	357.50	4,647.50

(i) Purvi Vanijya Niyojan Limited

The Company has taken Rupee Term Loan of INR ` 4,300.00 Lakhs from Purvi Vanijya Niyojan Limited for its 20 MW Wind Power Project. Which is repayable in 64 structured quarterly installments starting from 30 June 2019. As at March 31, 2022 outstanding loan is ` 3,870.00 Lakhs. The payment of principle and interest amount for current FY 2021-22 has been deferred with the approval of lender. The loan carries interest @09.00% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

(ii) Raghav Commercial Limited

The Company has taken Rupee Term Loan of INR ` 2,850.00 Lakhs from Raghav Commercial Limited for its 20 MW Wind Power Project. Which is repayable in 64 structured quarterly installments starting from 30 June 2019. As at March 31, 2022 outstanding loan is ` 2,565.00 Lakhs. The payment of principle and interest amount for current FY 2021-22 has been deferred with the approval of lender. The loan carries interest @09.00% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

****Loan from holding company**

During the financial year 2017-2018 the company has taken interest free loan from Holding Company, which is given against the clause mentioned in sanction letter of loan taken from third party. In accordance with Ind AS -109, Financial Instruments the company has recognised the financial liability at fair value on initial recognition. The difference between the loan amount and fair value is shown under the Capital Reserve in Other Equity under Note No.-10(a).

12 TRADE PAYABLES

(` in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Total outstanding dues of micro enterprises and small enterprises*	1.42	3.01
Total outstanding dues of trade payable other than micro enterprises and small enterprises	-	-
	1.42	3.01

***Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	1.42	3.01
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Ageing for trade payable outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date				
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years	Total
Trade payable						
MSME	1.42	-	-	-	-	1.42
Others	-	-	-	-	-	-
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	1.42	-	-	-	-	1.42

Ageing for trade payable outstanding as at March 31, 2021 is as follows:

Particulars	Not Due	Outstanding for following periods from due date				
		Less than 6 months	6 months -1 year	1-2 years	More than 3 years	Total
Trade payable						
MSME	3.01	-	-	-	-	3.01
Others	-	-	-	-	-	-
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	3.01	-	-	-	-	3.01

13 OTHER FINANCIAL LIABILITIES

(` in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Interest accrued on loan received from group of company	522.41	-
Expense payables	2.38	3.57
Employee related payables	0.36	0.48
Other payables	40.00	40.00
	565.15	44.05

14 OTHER LIABILITIES

(' in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Statutory dues payable	58.45	24.45
	58.45	24.45

15 PROVISIONS

(' in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits				
- Leave encashment	1.92	2.91	0.06	0.07
- Gratuity	2.56	2.57	0.09	0.07
	4.48	5.48	0.15	0.14

16 REVENUE FROM OPERATIONS

(' in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Revenue from operations		
- Sale of power	310.11	554.64
b) Other operating revenues		
- GBI	50.34	89.35
Claim for generation loss / machine availability	65.00	65.00
	425.45	708.99

17 OTHER INCOME

(' in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest income on		
- Bank deposits	-	0.25
- Income tax refund	-	0.18
- Others	1.19	0.08
	1.19	0.51

18 EMPLOYEE BENEFIT EXPENSES

(' in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Salaries	14.56	19.39
Staff welfare expenses	0.02	0.07
	14.58	19.46

19 FINANCE COST

(' in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest on:-		
- Term loan from other	580.45	649.07
- Loan from related party - Holding Company	30.80	27.76
- Other interest	-	0.04
- Deferred interest on suppliers credit	76.99	64.62
	688.24	741.49

20 DEPRECIATION AND AMORTIZATION EXPENSES

(' in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Depreciation / Amortisation on Tangible Assets (Refer Note 3)	743.36	743.49
	743.36	743.49

21 OTHER EXPENSES

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Rent, Rates & Taxes	2.55	2.55
Bank charges	-	0.39
Travelling & Conveyance expenses	0.23	0.10
Communication expenses	0.02	-
Insurance charges	22.97	22.68
Legal & Professional charges	11.95	17.74
Printing & Stationery	-	0.00
Miscellaneous expenses	-	0.00
Payment to auditor	2.51	2.48
FA Written Off-Misc	-	0.03
Repair & Maintenance	-	0.50
NLDC Charges	0.01	-
	40.24	46.47

Notes :-(i) **Payment to statutory auditors comprise (including indirect tax):**

(` in lakhs)

Payment to auditor:	For the Year ended March 31, 2022	For the Year ended March 31, 2021
- Audit fee	1.77	1.77
- Fees for certification	0.74	0.71
	2.51	2.48

22 INCOME TAX EXPENSE

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(a) Income tax recognised in profit and loss		
Current tax	-	-
Total Income tax expenses recognised in the current year	-	-
(b) Items on which Deferred tax asset has not been recognized*		
Unabsorbed depreciation brought/carried forward	6,942.99	6,020.00
Provision for employee benefits	4.64	5.62
Deferred Interest	76.99	64.62
	7,024.62	6,090.24

23 OTHER COMPREHENSIVE INCOME

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	(0.25)	0.25
	(0.25)	0.25

24 EARNING PER SHARE

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(a) Profit / (Loss) from total operation attributable to equity shareholders	(1,059.78)	(841.41)
(b) Weighted Average number of Equity Shares outstanding during the year- Basic and Diluted (in Lakhs)	220.50	220.50
Earning Per Share - Basic (`)	(4.81)	(3.82)
Earning per share - Diluted (`)	(4.81)	(3.82)
Face value per share (`)	10	10

25. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

Revenue of the company is majorly from sale of power to only one customer.

26. CONTINGENT LIABILITIES AND COMMITMENTS

The company has provided a bank guarantee for ₹ 8.00 Lakhs through Manikaran Analytics Ltd. - QCA to SLDC for Deviation Settlement Mechanism (DSM) as per RERC regulation for Forecasting and scheduling.

There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard - 37 as it is not probable that an outflow of resources embodying economic benefit will be required.

27. RELATED PARTY DISCLOSURES

- a. **Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).**

i)	Bhilwara Energy Limited (BEL)	Holding Company
ii)	Malana Power Company Limited (MPCL)	Fellow Subsidiary
iii)	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
iv)	Indo Canadian Consultancy Services Limited (ICCSL)	Fellow Subsidiary
v)	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
vi)	Chango Yangthang Hydro Power Limited (CYHPL)	Fellow Subsidiary
vii)	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary

- b. **Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture**

NA

- c. **Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.**

NA

- d. **Key management personnel and their relatives**

- Mr. Rahul Sharma - CFO
- Mrs. Srishti Saxena - Company Secretary, Cessation on 10th December 2021
- Mrs. Kakoli Sengupta - Manager, Cessation on 30th April 2021
- Mrs. Poonam Gupta - Manager, w.e.f 29th October 2021
- Mr. Naveen Kumar Vaid - Company Secretary, w.e.f 07th May 2022

- e. **Enterprises over which any person described in (c) or (d) is able to exercise significant influence.**

NA

The following transactions were carried out with the related parties in the ordinary course of business:

Transactions and Balances at year ended	(` in lakhs)		(` in lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021	As at March 31, 2022	As at March 31, 2021
i) Parties referred to in item (a) above				
a) Loans & Advances received from Bhilwara Energy Limited	78.30	1,052.47	-	-
b) Repayment of Loans & Advances paid to Bhilwara Energy Limited	25.00	-	-	-
d) Amount due to Bhilwara Energy Limited	-	-	2,651.88	2,598.58
ii) Parties referred to in item (b) above	-	-	-	-
iii) Persons referred to in (c) above	-	-	-	-
iv) Persons referred to in (d) above	-	-	-	-
a) Salary of Mr. Rahul Sharma-CFO	6.87	5.70	-	-
b) Loan & Advance to Mr. Rahul Sharma-CFO	-	0.03	0.80	1.40
c) Salary of Mrs. Srishti Saxena - CS Cessation w.e.f 10th December 2021	3.66	4.26	-	-
d) Salary of Mrs. Kakoli Sengupta-Manager - Cessation w.e.f 30th April 2021	0.63	7.45	-	-
e) Salary of Mrs. Kakoli Sengupta-Manager w.e.f 29 th October 2021	2.41	-	-	-
v) Parties referred to in (e) above	-	-	-	-

Compensation of Key Managerial Personnel #

(` in lakhs)

Particulars	As at March 31, 2022					As at March 31, 2021			
	Mr. Rahul Sharma (CFO)	Mrs. Poonam Gupta (Manager)	Mrs. Kakoli Sengupta (Manager)	Mrs. Srishti Saxena (CS)*	Total	Mr. Rahul Sharma (CFO)	Mrs. Kakoli Sengupta (Manager)	Mrs. Srishti Saxena (CS)*	Total
Short Term Benefits	6.87	2.41	0.63	3.66	13.57	5.70	7.45	4.26	17.41
Total	6.87	2.41	0.63	3.66	13.57	5.70	7.45	4.26	17.41

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

28. EMPLOYEE BENEFITS PLAN**A. Gratuity (Unfunded)****Financial Assumptions Used to Determine the Profit & Loss Charge**

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	2.65	2.64
Fair value of Plan Assets	-	-
	2.65	2.64
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	2.65	2.64

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Total Charge/(Credit) Recognised in Profit and Loss	0.37	0.45
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	0.25	(0.25)

1 Change in Defined Benefit Obligation		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Defined Benefit obligation, beginning of period	2.64	2.44	
b) Interest Cost on DBO	0.19	0.17	
c) Net Current Service Cost	0.18	0.28	
d) Actual Plan Participants' Contributions	-	-	
e) Benefits Paid	(0.61)	-	
f) Past Service Cost	-	-	
g) Changes in Foreign Currency Exchange Rates	-	-	
h) Acquisition /Business Combination / Divestiture	-	-	
i) Losses / (Gains) on Curtailments / Settlements	-	-	
j) Actuarial (Gain)/Loss on obligation	0.25	(0.25)	
k) Defined Benefit Obligation, End of Period	2.65	2.64	

2 Change in Fair Value of Plan assets		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Fair value of plan assets at the beginning	-	-	
b) Expected return on plan assets	-	-	
c) Employer contribution	-	-	
d) Actual Plan Participants' Contributions	-	-	
e) Actual Taxes Paid	-	-	
f) Actual Administration Expenses Paid	-	-	
g) Changes in Foreign Currency Exchange Rates	-	-	
h) Benefits paid	-	-	
i) Acquisition /Business Combination / Divestiture	-	-	
j) Assets Extinguished on Curtailments / Settlements	-	-	
k) Actuarial (Gain)/Loss on Asset	-	-	
l) Fair value of plan assets at the end.	-	-	

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Service Cost	0.18	0.28	
b) Net Interest Cost	0.19	0.17	
c) Past Service Cost	-	-	
d) Administration Expenses	-	-	
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-	
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	0.37	0.45	

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period – End		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Amount recognized in OCI, (Gain) / Loss Beginning of Period	0.48	0.73	
b) Remeasurements Due to :			
1. Effect of Change in Financial Assumptions	(0.16)	(0.11)	
2. Effect of Change in Demographic Assumptions	-	-	
3. Effect of Experience Adjustments	0.41	(0.14)	
4. (Gain)/Loss on Curtailments/Settlements	-	-	
5. Return on Plan Assets (Excluding Interest)	-	-	
6. Changes in Asset Ceiling	-	-	
c) Total Remeasurements Recognised in OCI (Gain)/Loss	0.25	(0.25)	
d) Amount Recognized in OCI (Gain)/Loss, End of Period	0.73	0.48	

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in P&L, End of Period	0.37	0.45
b) Amount recognized in OCI, End of Period	0.25	(0.25)
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	0.62	0.20

6 Reconciliation of Balance Sheet Amount

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability, Beginning of Period	2.64	2.44
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	0.37	0.45
d) Total Remeasurements Recognised in OC (Income)/Loss	0.25	(0.25)
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	-	-
g) Benefits Paid	(0.61)	-
h) Other Events	-	-
i) Balance Sheet (Asset)/Liability, End of Period	2.65	2.64

7 Actual Return on Plan Assets

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on plan assets	-	-
b) Remeasurements on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Unrecognised Asset, Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset, End of Period	-	-

9 The Major Categories of Plan Assets

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
c) Equity Shares of listed companies	-	-
d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-
e) Funds Managed by Insurer	-	-
f) Others	-	-
Total	-	-

10 Current / Non-Current Bifurcation

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	0.09	0.07
b) Non-Current liability	2.56	2.57
c) Net Liability	2.65	2.64

11 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Actives	2.65
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	2.65

12 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.41)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	0.51
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	0.52
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(0.43)

13 Expected Cash flows for the Next Ten Years (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Year - 2023	0.09
b) Year - 2024	0.10
c) Year - 2025	0.11
d) Year - 2026	0.13
e) Year - 2027	0.15
f) Year - 2028 to 2032	0.87

B. Leave Encashment (Unfunded)
Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	1.99	2.98
Fair value of Plan Assets	-	-
	1.99	2.98
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	1.99	2.98

1 Change in Defined Benefit Obligation		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Defined Benefit obligation, beginning of period	2.98	3.04	
b) Interest Cost on DBO	0.21	0.21	
c) Net Current Service Cost	0.14	0.35	
d) Actual Plan Participants' Contributions	-	-	
e) Benefits Paid	(1.04)	-	
f) Past Service Cost	-	-	
g) Changes in Foreign Currency Exchange Rates	-	-	
h) Acquisition /Business Combination / Divestiture	-	-	
i) Losses / (Gains) on Curtailments / Settlements	-	-	
j) Actuarial (Gain)/Loss on obligation	(0.30)	(0.62)	
k) Defined Benefit Obligation, End of Period	1.99	2.98	

2 Change in Fair Value of Plan assets		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Fair value of plan assets at the beginning	-	-	
b) Expected return on plan assets	-	-	
c) Employer contribution	-	-	
d) Actual Plan Participants' Contributions	-	-	
e) Actual Taxes Paid	-	-	
f) Actual Administration Expenses Paid	-	-	
g) Changes in Foreign Currency Exchange Rates	-	-	
h) Benefits paid	-	-	
i) Acquisition /Business Combination / Divestiture	-	-	
j) Assets Extinguished on Curtailments / Settlements	-	-	
k) Actuarial (Gain)/Loss on Asset	-	-	
l) Fair value of plan assets at the end.	-	-	

3 Amounts Recognised in Statement of Profit & Loss at Period-End		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Service Cost	0.14	0.35	
b) Net Interest Cost	0.21	0.21	
c) Past Service Cost	-	-	
d) Remeasurements*	(0.30)	(0.62)	
e) Administration Expenses	-	-	
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-	
g) Total Expense /(Income) included in "Employee Benefit Expense"	0.05	(0.06)	

4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period		(` in Lakhs)	
Particulars	As at March 31, 2022	As at March 31, 2021	
a) Remeasurements Due to:			
1. Effect of Change in Financial Assumptions	(0.12)	(0.12)	
2. Effect of Change in Demographic Assumptions	-	-	
3. Effect of Experience Adjustments	(0.18)	(0.50)	
4. (Gain)/Loss on Curtailments/Settlements	-	-	
5. Return on Plan Assets (Excluding Interest)	-	-	
6. Changes in Asset Ceiling	-	-	
b) Total Remeasurements Recognised (gains) / losses	(0.30)	(0.62)	

5 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability, Beginning of Period	2.98	3.04
b) Total Charge/(Credit) Recognised in Profit and Loss	0.05	(0.06)
c) Acquisition /Business Combination / Divestiture	-	-
d) Benefit Payouts	(1.04)	-
e) Balance Sheet (Asset)/Liability, End of Period	1.99	2.98

6 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on plan assets	-	-
b) Remeasurements on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

7 Asset Category (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High quality corporate bonds (including Public Sector Bonds)	-	-
c) Equity shares of listed companies	-	-
d) Real Estate / Property	-	-
e) Cash (including Special Deposits)	-	-
f) Other (including assets under Schemes of Insurance)	-	-
g) Total	-	-

8 Current / Non-Current Bifurcation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	0.07	0.07
b) Non-Current liability	1.92	2.91
c) Net Liability	1.99	2.98

9 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Actives	1.99
b) Vested Deferred	-
c) Retirees	-
d) Total Defined Benefit Obligation	1.99

10 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.31)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	0.39
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	0.39
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(0.32)

29. FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings; deposits. The company is exposed to interest rate risk at variable rate on long term borrowings.

The sensitivity analyses in the following sections relate to the position as at 31 March 2022 and 31 March 2021.

i. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no transaction in foreign currency. Particulars of un-hedged foreign currency exposures as at the Balance Sheet date are NIL (previous year NIL). Hence, no further disclosure is required under this section.

ii. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
Variable Rate Borrowings	6,435.00	6,435.00
Fixed Rate Borrowings	-	-
Total	6,435.00	6,435.00

iii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant.

The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on 31 March 2022 and 31 March 2021.

(` in lakhs)		
Particulars	Impact on profit after tax	
	As at March 31, 2022	As at March 31, 2021
Interest Rate - increase by 25 basis points	11.61	11.61
Interest Rate - decrease by 25 basis points	(11.61)	(11.61)

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

b) Price risk

The company is not exposed to any price risk as there is no investment in equities.

c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(` in Lakhs)						
Particulars	As at March 31, 2022			As at March 31, 2021		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits-(GOVT)	0.20	-	0.20	0.20	-	0.20
Security deposits-(SLDC)	8.00	-	8.00	8.00	-	8.00
Loan to employees	4.39	-	4.39	1.40	-	1.40
GBI claim receivable	158.29	-	158.29	107.94	-	107.94
Unbilled Revenue	1,237.74	-	1,237.74	924.18	-	924.18
Cash & Cash Equivalents	2.92	-	2.92	37.13	-	37.13

d) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(` in Lakhs)

As at March 31, 2022	0-3 months	3-6 months	6-12 months	12 months to 3 years	More than 3 years	Total
Borrowings- from others	446.87	89.38	178.75	715.00	5,005.00	6,435.00
Borrowings-from other party	310.00	190.00	190.00	380.00	570.00	1,640.00
Loan from holding company	-	1,856.89	-	-	795.00	2,651.89
Trade payables	1.42	-	-	-	-	1.42
Expenses payables	1.62	0.26	0.76	0.10	-	2.74
Other payables	-	-	-	-	40.00	40.00
Interest accrued on loan	522.41	-	-	-	-	522.41

(` in Lakhs)

As at March 31, 2021	0-3 months	3-6 months	6-12 months	12 months to 3 years	More than 3 years	Total
Borrowings-from others	89.38	89.37	178.75	715.00	5,362.50	6,435.00
Borrowings-from other party	120.00	190.00	190.00	380.00	760.00	1,640.00
Loan from holding company	-	1,803.58	-	-	795.00	2,598.58
Trade payables	3.01	-	-	-	-	3.01
Expenses payables	1.66	-	1.17	1.15	0.07	4.05
Other payables	-	-	-	40.00	-	40.00

30. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(` in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Security deposits-(GOVT)	0.20	0.20	0.20	0.20
Security deposits-(SLDC)	8.00	8.00	8.00	8.00
Loan to employees	4.39	4.39	1.40	1.40
GBI claim receivable	158.29	158.29	107.94	107.94
Unbilled Revenue	1,237.74	1,237.74	924.18	924.18
Cash & Cash Equivalents	2.92	2.92	37.13	37.13
Total Financial Assets	1,411.54	1,411.54	1,078.85	1,078.85
Financial Liabilities				
Borrowings-from financial institutions	6,435.00	6,435.00	6,435.00	6,435.00
Borrowings-from other party	1,640.00	1,640.00	1,640.00	1,640.00
Loan to related party (from holding company)	2,168.94	2,168.94	2,084.83	2,084.83
Trade payables	1.42	1.42	3.01	3.01
Expenses payables	2.74	2.74	4.05	4.05
Other payables	40.00	40.00	40.00	40.00
Interest accrued on loan	522.41	522.41	-	-
Total Financial Liabilities	10,810.51	10,810.51	10,206.89	10,206.89

I. Fair Value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Annual Report 2021-22

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities.

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly.

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

(` in Lakhs)

Particulars	Carrying amount	Fair value As at March 31, 2022		
	As at March 31, 2022	Level 1	Level 2	Level 3
Financial assets				
Total	-	-	-	-
Financial liabilities				
Borrowings-from financial institutions	6,435.00	-	-	6,435.00
Borrowings-from other party	1,640.00	-	-	1,640.00
Loan to related party (from holding company)	2,168.94	-	-	2,168.94
Total	10,243.94	-	-	10,243.94

(` in Lakhs)

Particulars	Carrying amount	Fair value As at March 31, 2021		
	As at March 31, 2021	Level 1	Level 2	Level 3
Financial assets				
Total	-	-	-	-
Financial liabilities				
Borrowings-from financial institutions	6,435.00	-	-	6,435.00
Borrowings-from other party	1,640.00	-	-	1,640.00
Loan to related party (from holding company)	2,084.83	-	-	2,084.83
Total	10,159.83	-	-	10,159.83

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values:-

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

31. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	0.42	0.45	The change in ratio is less than 25%
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	4.40	4.33	The change in ratio is less than 25%
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	0.52	0.59	The change in ratio is less than 25%
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	(48.06%)	(38.16%)	Due to lesser revenue resulting into significant impact
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	-	-	The change in ratio is less than 25%
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	18.17	15.34	The change in ratio is less than 25%

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	(0.23)	(0.56)	Due to non-payment of principle and interest for the year resulting into significant impact
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	(249.10%)	(118.68%)	Due to lesser revenue resulting into major impact
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	(16.85%)	3.38%	Due to lesser revenue resulting into major impact
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

32. CAPITAL MANAGEMENT

a. Risk Management

The group's objectives when managing capital are:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-
 Net Debt (total borrowings net of cash and cash equivalents)

Divided by Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Net Debt	6,432.08	6,397.88
Total equity	(2,953.74)	(1,893.71)
Net Debt to Equity Ratio	*	*

*As on 31st March, 2022 and in previous year total equity is negative therefore net debt to equity ratio cannot be derived.

Loan Covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

33. DEFERRED TAX

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ` 7,024.61 Lakhs (previous year ` 6,090.23 Lakhs) as on March 31, 2022.

(` in Lakhs)

Particulars	As on March 31, 2022	As on March 31, 2021
Tax effects constituting deferred tax assets		
Unabsorbed Losses	962.43	646.01
Brought Forward Depreciation	4,215.28	3,471.92
Provision for Leave Encashment	1.99	2.98
Provision for Gratuity	2.65	2.64
Deferred Interest	76.99	64.62
Difference between tax base and book base of Property, plant and Equipment	1,765.28	1,902.07
Total deferred tax assets (a)	7,024.61	6,090.23
Tax effects constituting deferred tax liabilities	-	-
Total deferred tax liabilities (b)	-	-
Net Deferred Tax Asset (a-b)	7,024.61	6,090.23
Less: Valuation Allowance	(7,024.61)	(6,090.23)
Net Deferred tax assets	-	-

34. ASSETS PLEDGED AS SECURITY

The term loans are secured by a First pari-passu charge by way of mortgage on all present and future immovable properties and by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

35. OPERATING LEASES ARRANGEMENTS

Operating lease relate to lease (Sublease in process) of land (Wind farm for 20 MW) with a term of 19 years 11 months. During the year Company has recognize lease rent expense of ` 2.34 Lakhs (previous year ` 2.34 Lakhs).

36. OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
 - (ii) The Company does not have any transactions with companies struck off.
 - (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
 - (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
 - (v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
 - (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
 - (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- 37.** The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 11, 2022.

As per our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 11, 2022

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Vimal Banka
Director
DIN-00322532

Naveen Kumar Vaid
Company Secretary
M.No.- A38996

ANNUAL REPORT
OF



NJC HYDRO POWER LIMITED

CIN : U40101DL2009PLC196998

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Riju Jhunjunwala
Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Mr. Ravi Gupta, Company Secretary
Mr. Krishna Prasad, CFO

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

INTERNAL AUDITORS

Mr. Krishna Prasad, CFO

BANKERS

State Bank of India
HDFC Bank Limited

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (NCR - Delhi)

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2021-22

Dear Members,

Your Directors have pleasure in presenting their Thirteenth (13th) Annual Report along with the Audited Financial Statement for the Financial Year ended 31st March, 2022 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

(Amt. in ` Lacs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Total Income	1.43	-
Total Expenditure	46.93	2.35
Profit/(Loss) Before Tax	(45.50)	(2.35)
Taxes	-	-
Profit/(Loss) after Tax	(45.50)	(2.35)
Other Comprehensive Income	-	-
Total Comprehensive Income for the year	(45.50)	(2.35)
Basic EPS/Diluted EPS in `	(0.046)	(0.00235)

The Company has not yet started its commercial activities

The Audited Financial Statements together with the Annual Reports forms part of the Annual Report. The Financial Statement of the Company has been placed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE

During the financial year 2021-22 the Company incurred a loss of ` 45.50 lacs as against loss of ` 2.35 Lacs during the previous financial year. The company has not yet started its activities due to which no operational income was generated during the year.

3. STATEMENT OF COMPANY AFFAIRS/ PROJECT STATUS AND INFORMATION

Your Company, a wholly owned subsidiary of Bhilwara Energy Limited, is having license to develop of 780 MW Nyamjang Chhu Hydro Electric Project in the state of Arunachal Pradesh. However, the Project has been rendered not doable by the Wildlife Institute of India (WII) in order to protect the habitat of Black Neck Cranes. The Company has already initiated the process of claiming the refund of upfront premium paid to the Govt of Arunachal Pradesh (GoAP) due to non-viability of the Project.

As per directions of Hon'ble Supreme Court, the company invoked arbitration proceedings. The company has also initiated the process of negotiation with GoAP for settlement within the ambit of Memorandum of Agreement.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY

TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

5. SUBSIDIARIES/ ASSOCIATES/ JOINT VENTURES

The Company does not have any Subsidiary/ Associate or Joint Venture. Hence, this clause is not applicable. Accordingly, Company is not required to prepare consolidated Financial Statements and Form AOC-1 as prescribed in section 129(3) of the Companies Act, 2013.

6. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

7. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

8. PERSONNEL

(a) Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

9. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2021.

10. RESERVES

No amount was required to be transferred to Reserve.

11. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making investment in CSR Activities so the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

The Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA) with respect to 780 MW Nyamjang Chhu Hydro Electric Project which is presently under stay. As per directions of Hon'ble Supreme Court, the process of arbitration has also started. The company has also initiated the process of negotiation with GoAP for settlement within the ambit of Memorandum of Agreement. The outcome of Arbitration/ settlement will have impact on the Company's future.

13. SHARE CAPITAL

A) Issue of equity shares with differential rights

During the financial year 2021-22, no equity shares have been issued with differential rights.

B) Issue of sweat equity shares

During the financial year 2021-22, no sweat equity have been issued.

C) Issue of employee stock options

During the financial year 2021-22, no equity shares have been issued under employee stock option scheme/employee stock purchase scheme.

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2021-22 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL

• DIRECTORS RETIRE BY ROTATION DURING ENSUING AGM

During the year, Mr. Riju Jhunjhunwala (DIN: 00061060) and Mr. Om Prakash Ajmera (DIN: 00322834) shall retire by rotation in the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

The Board recommends their reappointment.

DURING THE FINANCIAL YEAR 2021-22, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP's

• RETIRE BY ROTATION

During the year, Mr. Rishabh Jhunjhunwala (DIN: 03104458), Director and Mr. Om Prakash Ajmera (DIN: 00322834) retired by rotation at the 12th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at

the 12th Annual General Meeting of the Company held on 29th September, 2021.

• RE-APPOINTMENT OF MANAGER (KMP)

During the Financial Year under review, Mr. Jainender Kardam was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 15th April, 2021 and subsequently approved by the members at an Extra Ordinary General Meeting held on 15th April, 2021 at shorter notice for a period of one year commencing from 01st April, 2021 to 31st March, 2022 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

• RESIGNATION OF MANAGER (KMP)

During the Financial Year under review, Mr. Jainender Kardam resigned from the post of Manager with effect from 31st December 2021.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that the Company has received necessary declaration from each Independent Director/s under section 149(7) at the beginning of the financial year stating that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

- Mr. Ravi Gupta, Company Secretary
- Mr. Krishna Prasad, Chief Financial Officer (CFO)
- Mr. Jainender Kardam, Manager – Resigned w.e.f. 31st December 2021

16. MEETINGS OF THE BOARD

The Board of Directors met five (5) times during the financial year 2021-22. The meetings were held on 15th April, 2021, 06th May, 2021, 28th July, 2021, 26th October, 2021 and 31st January, 2022 respectively.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Riju Jhunjhunwala	Director	Non-Executive Director	5	5
2	Mr. Rishabh Jhunjhunwala	Director	Non-Executive Director	5	5
3	Mr. Om Prakash Ajmera	Director	Non-Executive Director	5	5
4	Ms. Niharika Bindra	Director	Non-Executive Independent Director	5	5

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
5	Mr. Pradeep Agarwal	Director	Non-Executive Independent Director	5	5

17. AUDIT COMMITTEE

During the financial year 2021-22, the Audit Committee reviewed the Company's financial results, Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder.

All the recommendations of the Audit Committee were accepted by the Board during the financial year 2021-22. Majority of the members of the Committee possess knowledge of corporate finance, accounts and corporate laws.

During the year Four Audit Committee Meetings were held on 06th May, 2021, 28th July, 2021, 26th October, 2021 and 31st January, 2022 respectively.

The Company Secretary acts as the secretary to the Committee.

The composition and attendance of Audit Committee held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairperson, Member	Non-Executive Director	4	4
2.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	4	4
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	4	4

18. NOMINATION AND REMUNERATION COMMITTEE MEETING

During the year one (1) Nomination and Remuneration Committee Meeting was held on 15th April, 2021.

The Company Secretary acts as the Secretary to the Committee.

The composition of Nomination and Remuneration Committee meetings held during the year is mentioned as below:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairperson, Member	Non-Executive Director	1	1
2.	Mr. Riju Jhunjhunwala	Member	Non-Executive Director	1	1
3.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	1	1
4.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	1	1

19. MEETING OF THE MEMBERS

The Twelfth (12th) Annual General meeting of the members was held on 29th September, 2021.

One Extra Ordinary General Meeting was held on 15th April, 2021.

20. MEETING OF THE INDEPENDENT DIRECTORS

During the year under review, One Independent Director Meeting was held on 31st January, 2022. Independent Directors met without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The Company has not made any investments in terms of Section 186 of the Companies Act, 2013.

23. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

24. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in

establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the companies act, 2013 the board of directors on the recommendation of the nomination and remuneration committee has framed a policy for the appointment of directors and senior management of the company and their remuneration. The policy forms part of the board report as **Annexure-III** and has been placed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the Annual General Meeting held on 5th August, 2019, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 15th Annual General Meeting to be held in the Calendar Year, 2024.

Your Directors inform the members that in accordance with the amendment notified by MCA on 7th May, 2018, the requirement of ratification of the appointment of Statutory Auditors at every Annual General Meeting has been done away with.

Further the Auditors have confirmed their eligibility u/s 141 of Companies Act, 2013 and the rules made there under.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

27. REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor and the Internal Auditor had reported any matter under Section 143 (12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

28. AUDITORS' REMARKS

The Auditors' Report for the FY 2021-22 contains following qualification.

"The Project of the company is currently on hold for the fulfilment of the directive of NGT and termination notice issued by Govt of Arunachal Pradesh which is sub-judice, the CWIP amount standing as on 31st March'2022 should have been tested for impairment and accordingly been provided for but no such exercise has been done by the company. This accounting treatment has resulted into understatement of loss by an even amount for the year ended March 31, 2022 and its consequential impact on EPS."

Board of Directors' Comments on the above qualification:

As the matter is presently sub-judice and hence no impairment/impairment testing is required.

Except above, the Auditors' Report does not contain any qualification, reservation and adverse remarks. The Auditors' Report read along with notes to accounts is self-

explanatory and therefore does not call for any further comments.

29. SECRETARIAL AUDITOR

The Company had appointed M/s M.L. Sharma & Co., Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2021-22, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,

The report of the Secretarial Auditors is annexed to this report as **Annexure IV**.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remarks.

30. INTERNAL AUDITOR

The Board, based on the recommendation of the Audit Committee appointed **Mr. Krishna Prasad, Chief Financial Officer (PAN: AKGPP2698M)** as its Internal Auditor in terms of section 138 of the Companies Act, 2013 read with Rule 13 of Companies Accounts (Rules) 2014 in the meeting held on 26th March, 2019.

31. ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return is placed on the website of the holding company M/s Bhilwara Energy Limited (www.bhilwaraenergy.com).

32. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge states the following:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable & prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- iii. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. that the annual financial statement has been prepared on a going concern basis;
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

33. GENERAL DISCLOSURES

- The Company has a group policy in the name and in place against Sexual Harassment in line with the requirements of the Sexual Harassment if women at workplace (Prevention, Prohibition and redressal) Act, 2013. Internal Complaints Committee has been

set up to redress complaints received regarding the sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2021-22.

- The financial year of the Company was same as of previous year.
- The Company has not change the name and its nature of business since last year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2021-22.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year or at the end of the financial year.

- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.
- The Company has made the necessary disclosure as per rule 8(5) of companies' accounts rules 2014.

34. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
NJC Hydro Power Limited

Riju Jhunjunwala
Director
DIN: 00061060

Om Prakash Ajmera
Director
DIN: 00322834

Date : 27.07.2022
Place: Noida (U.P.)

ANNEXURE-I TO THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

NJC HYDRO POWER LIMITED**(A) Names of the top ten employees in terms of remuneration drawn**

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	#Mr. Jainender Kardam	DGM Civil (Manager)	55.87 Lakhs	Bachelor of Engineering (Civil) from Delhi College of Engineering in 1996 and is an MBA from Faculty of Management studies, Delhi University in 2003.	26 Years	48 Years	01.04.2012	Indo Canadian Consultancy Services Limited	NIL	Contractual	NO
2	*Mr. Ravi Gupta	Company Secretary	NIL	FCS, LLB.	22 Years	44 Years	27.03.2015	Bhilwara Energy Limited	NIL	Permanent	NO
3	**Mr. Krishna Prasad	CFO (Assistant General Manager Finance)	NIL	B.Com(H); ACA	21 Years	49 Years	18.03.2016	Lanco Mandakini Hydro Energy Pvt. Ltd.	NIL	Permanent	NO
4	Mr. Arjun Tamang	Sr. Executive Liasion	3.87 Lakhs	12th Pass; Diploma in short Hand Typing	18 Years	44 Years	01.01.2007	Self Employed	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

Notes:

#Mr. Jainender Kardam resigned from the post of Manager w.e.f. 31.12.2021. The salary includes Gratuity & Leave encashment of ₹ 15.16 Lac.

*Mr. Ravi Gupta is also the Company Secretary of the Holding Company M/s Bhilwara Energy Limited and is paid remuneration from the Holding Company M/s Bhilwara Energy Limited.

**Mr. Krishna Prasad is also the CFO of the Holding Company M/s Bhilwara Energy Limited and is paid remuneration from the Holding Company M/s Bhilwara Energy Limited.

ANNEXURE-II TO THE BOARD'S REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A) Conservation of energy:

- | | |
|---|-------|
| i) the steps taken or impact on conservation of energy; | : Nil |
| ii) the steps taken by the company for utilising alternate sources of energy; | : Nil |
| iii) the capital investment on energy conservation equipments; | : Nil |

B) Technology absorption:

- | | |
|--|-------|
| i) the efforts made towards technology absorption; | : Nil |
| ii) the benefits derived like product improvement, cost reduction, product development or import substitution; | : Nil |
| iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- | : Nil |
| a) the details of technology imported; | |
| b) the year of import; | |
| c) whether the technology been fully absorbed; | |
| d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and | |
| iv) the expenditure incurred on Research and Development. | |

C) Foreign exchange earnings and Outgo:

- | | |
|---------------------------|-------|
| Foreign Exchange Earnings | : Nil |
| Foreign Exchange Outgo | : Nil |

ANNEXURE-III TO THE BOARD'S REPORT
NOMINATION AND REMUNERATION POLICY

1. OBJECTIVE

The Key Objectives of the Committee would be:

- i. to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- ii. to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- iii. to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

a) Key Managerial Personnel: Key Managerial Personnel means:

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer; and
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

b) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance.
- iv. to recommend to the Board on:
 - policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vi. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- vii. to devise a policy on Board diversity;
- viii. to develop a succession plan for the Board and to regularly review the plan;

4. MEMBERSHIP

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES OF COMMITTEE

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11. REMUNERATION DUTIES OF COMMITTEE

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee. Minutes of the Committee meetings will be tabled at the subsequent Board Meeting.

ANNEXURE-IV TO THE BOARD'S REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2022

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]

To

**The Members,
NJC HYDRO POWER LIMITED,
(CIN: U40101DL2009PLC196998)
New Delhi-110025**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NJC HYDRO POWER LIMITED** (hereinafter called the Company). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, documents, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period, covering **the financial year ended on March 31, 2022** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder **(Not applicable to the Company during the financial year under review)**;
- (iii) The Depositories Act, 1996 and the Regulations and bye laws framed thereunder; **(Not applicable to the Company during the financial year under scrutiny)**;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment **(Not applicable to the Company as there are no reportable transactions during the financial year under review)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) **(All the following Regulations including amendments, if any, from time to time are not applicable to the Company during the Audit period)**:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011);
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) Other laws applicable specifically to the company, as identified and on the basis of representation given by the management:
 - (a) The Electricity Act, 2003 and rules and regulations made thereunder;
 - (b) The Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.
- (vii) We have also examined compliance with the applicable clauses of the following:
 - (a) Secretarial Standards issued by *The Institutes of Company Secretaries of India* **(Notified and effective from 1st July, 2015)**;
 - (b) The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 **(Not Applicable to the company during the financial year under review)**.

During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of the Directors or committee of the Board, as the case may be. There was no dissenting vote for any matter.

We further report that we have relied on the representation made by the company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts and regulations to the Company. Therefore, we are of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company affairs.

This report is to be read with our letter of even date which is **Annexure I** and forms an integral part of this report.

For M.L. SHARMA & COMPANY
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)

FCS No: 8241

CP No: 6823

UDIN: F008241D000713737

Place: Delhi
Date: July 27, 2022

ANNEXURE 'I'

To
The Members,
NJC HYDRO POWER LIMITED,
(CIN: U40101DL2009PLC196998)
New Delhi-110025

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial record and Books of Accounts of the Company since the same have been subject to review by statutory Auditor.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules regulations, standards is the responsibility of management. Our examination was limited to the verification of practices on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For M.L. SHARMA & COMPANY
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)

FCS No: 8241

CP No: 6823

UDIN: F008241D000713737

Place: Delhi
Date: July 27, 2022

INDEPENDENT AUDITORS' REPORT

To the Members of NJC Hydro Power Limited

Report on the Audit of the Financial Statements Qualified Opinion

We have audited the accompanying financial statements of **NJC Hydro Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, **except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report**, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Qualified Opinion

The Project of the company is currently on hold for the fulfillment of the directive of NGT and termination notice issued by Govt of Arunachal Pradesh which is sub-judice, the CWIP amount standing as on 31st March'2022 should have been tested for impairment and accordingly been provided for but no such exercise has been done by the company. This accounting treatment has resulted into understatement of loss by an even amount for the year ended March 31, 2022 and its consequential impact on EPS.

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to Note-20 to the Ind AS financial statement, which describes the uncertainty relating to the effects of outcome of petition filled by the company with Hon'ble Guwahati High Court and Hon'ble Supreme Court challenging the instant notice issued by Government of Arunachal Pradesh (GoAP) for termination of the Project and invoking its right to take over the project on "AS IS WHERE IS BASIS" and allotting the same to third party. The company's prayer is for seeking refund of upfront premium as per provisions of MoA, in view of the WII

report recommending no construction of Nyamjnag Chhu HEP at site.

We are unable to comment on the financial implications and future operations of the company till the final outcome.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. **Except for the effects of matter described in the Basis of Qualified Opinion paragraph above, in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;**
 - c. *The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.*
 - d. **Except for the effects of matter described in the Basis of Qualified Opinion paragraph above, in our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.**
 - e. *On the basis of written representations received from the directors as on March, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022, from being appointed as a director in terms of section 164(2) of the Act.*
 - f. *With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.*
 - g. *With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.*
 - h. *With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:*
 - i. *The Company has no pending litigations as confirmed by the Management; therefore there is no impact on its financial position in its financial statements.*
 - ii. *The Company did not have any long-term contracts including derivative contracts for*

which there were any material foreseeable losses.

iii. *There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.*

iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in the note 31(vii) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the note 31(viii) to the Standalone Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity (ies).

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 22511239AJZJZY6111

Place: Noida, (U.P.)
Date: May 05, 2022

ANNEXURE 'A' TO AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified

at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.

(c) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2022.

(d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.

(e) As per the details and information shared with us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) According to the information and explanation given to us and the records examined by us, the company is not having any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.

iii. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered by section 189 of the Companies Act, 2013. Accordingly, clauses 3(iii) (a) to (f) are not applicable.

iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.

v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2022.

(b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value

- added tax which have not been deposited on account of a dispute.
- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
 - ix. (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
(d) The company has not raised any funds on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
(e) The Company has not taken any term loan during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
(f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
 - x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
 - xi. (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.
(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
 - xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
 - xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
 - xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
(b) We have considered the internal audit reports issued to the Company during the year.
 - xv. In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
 - xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable.
The Group does not have any Core investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
 - xvii. The Company has not incurred cash losses of ` 45.51Lacs during the financial year covered by our audit and ` 2.35 lacs in the immediately preceding financial year.
 - xviii. There has been no resignation of the statutory auditors of the Company during the year.
 - xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
 - xx. The company is not having any obligation under section 135 of the Companies Act 2013 Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 22511239AJZJZY6111

Place: Noida, (U.P.)

Date: May 05, 2022

Annexure B to the Independent Auditor's Report to the Members of NJC Hydro Power Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **NJC Hydro Power Limited** ("the Company") as of

31st March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in

accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 22511239AJZJZY6111

Place: Noida, (U.P.)
Date: May 05, 2022

BALANCE SHEET AS AT MARCH 31, 2022

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
I ASSETS			
A Non-Current Assets			
(a) Property, Plant and Equipment	3	0.63	0.63
(b) Capital Work-In-Progress	4	16,453.51	16,453.51
(c) Financial Assets			
(i) Loans	5	2.00	2.00
		16,456.14	16,456.14
B Current Assets			
(a) Financial Assets			
(i) Cash and Cash Equivalents	6	1.94	5.98
(b) Other Current Assets	7	-	0.10
		1.94	6.08
Total Assets		16,458.08	16,462.22
II EQUITY AND LIABILITIES			
A Equity			
(a) Equity Share Capital	8	10,000.00	10,000.00
(b) Other Equity	9	(133.30)	(87.80)
		9,866.70	9,912.20
B Liabilities			
Non-Current liabilities			
(a) Provisions	13	-	19.59
		-	19.59
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	10	6,587.97	6,522.33
(ii) Trade Payables	11		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	-
(b) Other Current Liabilities	12	3.41	7.73
(c) Provisions	13	-	0.37
		6,591.38	6,530.43
Total Equity & Liabilities		16,458.08	16,462.22
Significant accounting policies	2		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
Partner
Membership No : 511239

Riju Jhunjhunwala
Director
DIN - 00061060

O.P. Ajmera
Director
DIN - 00322834

Place: Noida (U.P.)
Date: May 05, 2022

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022

		(` in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2022	For the year ended March 31, 2021
i Other Income	14	1.43	-
ii Total Income		1.43	-
iii Expenses			
Employee benefits expenses	15	42.68	-
Finance costs	16	0.01	-
Other expenses	17	4.24	2.35
iv Total Expenses		46.93	2.35
v Profit / (Loss) before exceptional items and tax		(45.50)	(2.35)
vi Exceptional items		-	-
vii Profit / (Loss) for the year end		(45.50)	(2.35)
viii Other comprehensive income(net of tax)			
(i) Items that will not be reclassified to profit or loss		-	-
ix Total comprehensive income for the year (Comprising Profit/Loss and Other comprehensive income for the year)		(45.50)	(2.35)
x Earnings per equity share	18		
(i) Basic (in `)		(0.046)	(0.00235)
(ii) Diluted (in `)		(0.046)	(0.00235)
Significant accounting policies	2		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
Partner
Membership No : 511239

Riju Jhunjunwala
Director
DIN - 00061060

O.P. Ajmera
Director
DIN - 00322834

Place: Noida (U.P.)
Date: May 05, 2022

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

a. Equity share capital

1 Current reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance at April 01, 2021	1,000.00	10,000.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	1,000.00	10,000.00

Equity shares of ₹ 10 each issued, subscribed and fully paid

2 Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares	Amount
Balance at April 01, 2020	1,000.00	10,000.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2021	1,000.00	10,000.00

Equity shares of ₹ 10 each issued, subscribed and fully paid

b. Other equity

1 Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus	Amount
	Retained earnings	
Balance at April 01, 2021	(87.80)	(87.80)
Profit / (loss) for the year	(45.50)	(45.50)
Balance as at March 31, 2022	(133.30)	(133.30)

2 Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus	Amount
	Retained earnings	
Balance at April 01, 2020	(85.45)	(85.45)
Profit / (loss) for the year	(2.35)	(2.35)
Balance as at March 31, 2021	(87.80)	(87.80)

Significant accounting policies

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
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Date: May 05, 2022

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

Particulars	(` in Lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	(45.50)	(2.35)
Operating Profit/(loss) before working capital changes	(45.50)	(2.35)
Adjustment to reconcile profit before tax to net cash flows		
(Increase) / Decrease in other short term assets	0.10	-
Increase / (Decrease) in provisions	(19.96)	0.30
Increase / (Decrease) in other short term financial liabilities	65.64	181.04
Increase / (Decrease) in other short term liabilities	(4.32)	(2.27)
Cash generated from / (used) in operations before tax	(4.04)	176.72
Net cash flow from / (used) in operating activities	(4.04)	176.72
B. Cash Flow From Investing Activities		
Increase in Capital work-in-progress	-	(173.16)
Net cash flow (used) in/ from Investing Activities	-	(173.16)
Net cash (used) in/ from Operating and Investing Activities	(4.04)	3.56
C. Cash Flow From Financing Activities		
Net cash (used) in/ from Financing Activities	-	-
Net cash (used) in/ from Operating, Investing & Financing Activities	(4.04)	3.56
Effect of exchange differences on translation of foreign currency cash & cash equivalent		
Net increase/(decrease) in cash & cash equivalent	(4.04)	3.56
Opening balance of cash & cash equivalent	5.98	2.42
Closing balance of cash & cash equivalent	1.94	5.98
Note: Cash and cash equivalents included in the cash flow statement comprise of the following:		
(i) Cash balance on hand	0.28	0.59
(ii) Balance with banks:		
- In current accounts	1.66	5.39
Total	1.94	5.98
Significant accounting policies		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
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Place: Noida (U.P.)
Date: May 05, 2022

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1. CORPORATE INFORMATION

NJC Hydro Power Limited (the "Company") is a closely held public limited company incorporated on 16th December, 2009 under the Companies Act 1956 (superseded by Companies Act, 2013). The Company is engaged in the business of establishing, commissioning, setting up, operating and maintaining hydro power generating stations, tie-lines, sub-stations and transmission lines on build, own, operate (BOO), and /or built, own and transfer (BOT), and /or build, own, lease and transfer (BOLT) and/or build, own, operate and transfer (BOOT) basis and/or any other formats/methods used in the power business. Currently the Company has license for the development of 780 MW hydro power project in the state of Arunachal Pradesh, India, the development of which is on hold.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company, with effect from 1st April 2016, has adopted Indian Accounting Standards (Ind AS) notified under the Rule 3 of the Companies (Ind AS) Rules, 2015 as amended thereof.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

a) Current versus non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognised upon transfer of control of promised goods or services to customers at transaction price (net of taxes and duties), arrived at by determining the fair value of the consideration received or receivable after adjusting returns, allowances, trade discounts, volume discounts etc. in exchange of goods or services.

For applying above principle the Company adopts five step model, which are: a) Identify the contract(s) with customer(s); b) Identify the performance obligations under the contract(s) c) Determine the transaction price d) Allocate the transaction price to the performance obligations in the contract(s) e) recognise revenue, when or as the entity satisfies a performance obligation.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment with mutual funds and others is recognized on declaration basis .When the right to receive payment is established

d) Inventory valuation

Inventories comprising of explosive stocks are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

e) Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/implementation, interest on term loans/debentures to finance PPE and expenditure on start-up/commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on fixed assets is calculated on straight line method (SLM) is using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013. The Company has used the following useful lives to provide depreciation on its PPE.

Asset description	Useful Life (Years)
Plant & machinery	22
Other equipment	5-10
Computers and equipment	3-6
Vehicle	8
Furniture & fixtures	10

f) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Impairment of non-financial assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

i) Financial instruments

Financial assets

a) Initial recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

b) Subsequent measurement

Non-derivative financial instruments

• **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model

whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of financial assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the

derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

a) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

b) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

- **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

- **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

- **Exchange differences**

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19 'Employee Benefits'.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS)-19 'Employee Benefits'. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end.

Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

Provident fund

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o) Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period.

The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Borrowing cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

r) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

s) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

t) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

u) Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) The nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) The instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) Changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21 related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations - The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.
- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.
- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework
- (vi) Ind AS 106 Exploration for and evaluation of mineral resources; Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting- The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the financial statements of the Company.

3 PROPERTY, PLANT & EQUIPMENT

(` in Lakhs)

Particulars	Vehicles	Total
Gross carrying value		
As at April 1, 2020	12.64	12.64
Additions	-	-
Disposals	-	-
As at March 31, 2021	12.64	12.64
Additions	-	-
Disposals	-	-
As at March 31, 2022	12.64	12.64
Depreciation		
As at April 1, 2020	11.99	11.99
Charge for the year	0.02	0.02
Disposals	-	-
As at March 31, 2021	12.01	12.01
Charge for the year	-	-
Disposals	-	-
As at March 31, 2022	12.01	12.01
Net Carrying Value		
As at March 31, 2021	0.63	0.63
As at March 31, 2022	0.63	0.63

4 CAPITAL WORK IN PROGRESS

(` in Lakhs)

Particulars	As at March 31, 2022	Additions	As at March 31, 2021
CAPITAL WORK-IN-PROGRESS	1,018.23	-	1,018.23
PRE-OPERATIVE EXPENSES			
SALARIES, WAGES AND BONUS	2,158.60	-	2,158.60
CONTRIBUTION TO PROVIDENT AND OTHER FUNDS	73.41	-	73.41
WORKMEN AND STAFF WELFARE EXPENSES	9.85	-	9.85
RENT EXPENSES	298.37	-	298.37
RATES & TAXES	2.49	-	2.49
INSURANCE EXPENSES	4.60	-	4.60
REPAIRS AND MAINTENANCE	921.93	-	921.93
TRAVELLING EXPENSE	313.61	-	313.61
CONVEYANCE EXPENSES	61.68	-	61.68
VEHICLE RUNNING & MAINTANANCE EXPENSES	153.20	-	153.20
COMMUNICATION EXPENSES	19.13	-	19.13
ADVERTISEMENT & PUBLICITY	55.79	-	55.79
LEGAL AND PROFESSIONAL EXPENSE	1,111.07	-	1,111.08
FEE & SUBSCRIPTION	45.48	-	45.48
STORES CONSUMPTION	23.28	-	23.27
POWER AND FUEL	58.29	-	58.29
LOSS ON SALE OF FIXED ASSETS (NET)	9.41	-	9.41
TESTING & SURVEYS	16.56	-	16.56
PROJECT EXPENSES	266.00	-	266.00
CONSULTANCY CHARGES	4,180.92	-	4,180.92
UPFRONT PREMIUM	2,546.80	-	2,546.80
MISCELLANEOUS EXPENSES	710.28	-	710.28
FINANCIAL / BANK CHARGES	2,222.65	-	2,222.65
DEPRECIATION-FIXED ASSET	171.88	-	171.88
	16,453.51	-	16,453.51

CWIP ageing schedule*

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	-	-	-	-	-
Projects in temporarily suspended	-	173.18	60.42	16,219.91	16,453.51
	-	173.18	60.42	16,219.91	16,453.51

*Refer note no 23

5 OTHER FINANCIAL ASSETS ([`] in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
FDR with VAT Department	0.50	0.50	-	-
Deposit with NSDL	1.50	1.50	-	-
	2.00	2.00	-	-

6 CASH AND CASH EQUIVALENTS ([`] in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
- Balance with banks		
On Current accounts	1.66	5.39
- Cash on hand	0.28	0.59
	1.94	5.98

7 OTHER ASSETS ([`] in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Considered good, unless otherwise stated		
Prepaid expenses	-	0.10
	-	0.10

8 EQUITY SHARE CAPITAL ([`] in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
1,000.00 Lakhs (previous year 1,000.00 Lakhs) equity shares of [`] 10 each	10,000.00	10,000.00
Issued, subscribed and fully paid up		
1,000.00 Lakhs (previous year 1,000.00 Lakhs) equity shares of [`] 10 each	10,000.00	10,000.00
	10,000.00	10,000.00

Notes:**(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares (in Lakhs)	(^{`</sup> in lakhs)	No. of Shares (in Lakhs)	(<sup>`} in lakhs)
Equity shares				
Shares outstanding at the beginning of the year	1,000.00	10,000.00	1,000.00	10,000.00
Changes during the year	-	-	-	-
Shares outstanding at the end of the year	1,000.00	10,000.00	1,000.00	10,000.00

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of [`] 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

The company has not issued bonus shares, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

(c) Details of shareholders holding more than 5% shares/shares held by the holding company in the Company

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares (in Lakhs)	% holding	No. of Shares (in Lakhs)	% holding
Equity shares of ` 10 each fully paid up				
Bhilwara Energy Limited	1,000.00	100%	1,000.00	100%
	1,000.00	100%	1,000.00	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(d) Shares held by promoter

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity shares of ` 10 each fully paid	Bhilwara Energy Limited	1,000.00	100%	1,000.00	100%
		1,000.00	100%	1,000.00	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

9 OTHER EQUITY

Retained Earnings	(` in lakhs)
Balances as at April 1, 2020	(85.45)
Profit / (Loss) during the year	(2.35)
Balances as at March 31, 2021	(87.80)
Profit / (Loss) during the year	(45.50)
Balances as at March 31, 2022	(133.30)

10 BORROWINGS

		(in lakhs)
Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Loan repayable on demand - unsecured		
Loans & advances from related parties (holding company-interest free)	6,587.97	6,522.33
	6,587.97	6,522.33

11 TRADE PAYABLES

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	-	-
	-	-

***Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

(` in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

12 OTHER LIABILITIES

(` in lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Other payable	3.24	4.71
Payable to employees	-	2.13
Statutory dues payable	0.17	0.89
	3.41	7.73

13 PROVISIONS

(` in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits				
- Compensated absences	-	8.79	-	0.16
- Gratuity	-	10.80	-	0.21
	-	19.59	-	0.37

14 OTHER INCOME

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
- Liability No Longer Required	1.43	-
	1.43	-

15 EMPLOYEE BENEFIT EXPENSES

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Salaries, wages and bonus	38.12	-
Gratuity expense	2.90	-
Leave encashment expense	1.64	-
Staff welfare expenses	0.02	-
	42.68	-

16 FINANCE COST

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Financial / Bank Charges	0.01	-
	0.01	-

17 OTHER EXPENSES

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Insurance Expenses	0.17	-
Conveyance Expenses	0.81	-
Legal and Professional Expense	0.89	-
Miscellaneous expenses	0.07	0.05
Payment to auditor	2.30	2.30
	4.24	2.35

Notes :-

 (i) **Payment to statutory auditors comprise (including indirect tax):**

(` in lakhs)

Payment to auditor	For the Year ended March 31, 2022	For the Year ended March 31, 2021
- Audit fee	1.77	1.77
- Fees for certification	0.53	0.53
	2.30	2.30

18 EARNING PER SHARE

(` in lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
a) Net Profit for basic & diluted EPS	(45.51)	(2.35)
b) Number of equity shares at the beginning of the year (in Lakhs)	1000.00	1000.00
Earning per share - basic (`)	(0.046)	(0.00235)
Earning per share - diluted (`)	(0.046)	(0.00235)
Face value per share (`)	10.00	10.00

19. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

20. COMMITMENTS AND CONTINGENCIES

 (i) **Contingent Liabilities**

- As per the information available from the management, as certified by them, there is no contingent liability as at 31st March, 2022.

 (ii) **Commitments**

Estimated amount of contracts remaining to be executed on capital account and not provided for as on the date of balance sheet (net of advances) are ` NIL.

Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advance) ` NIL.

21. RELATED PARTY DISCLOSURES

a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Bhilwara Energy Limited. (BEL)	Holding Company
ii.	Malana Power Company Limited. (MPCL)	Fellow Subsidiary
iii.	AD Hydro Power Limited. (ADHPL)	Subsidiary of a fellow Subsidiary (MPCL)
iv.	Indo Canadian Consultancy Services Limited. (ICCSL)	Fellow Subsidiary
v.	BG Wind Power Limited. (BGWPL)	Fellow Subsidiary
vi.	Chango Yangthang Hydro Power Limited. (CYHPL)	Fellow Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary

b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture:

N. A.

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- c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

N. A.

d) Key Management Personnel

- a. Mr. Krishna Prasad - Chief Financial Officer
b. Mr. Ravi Gupta - Company Secretary
c. Mr. Jainender Kardam - Manager, Cessation on 31st December 2021

- e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

N. A.

The following transactions were carried out with the related parties in the ordinary course of business:

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
i) Parties referred to in item (a) above		
Transaction during the year:		
Loan taken from holding company	65.64	181.04
Outstanding Payable:		
Holding Company	6,587.97	6,522.33
Balance Receivable:		
ii) Transaction with parties referred to in item (b) above	-	-
iii) Transaction with persons referred to in (c) above	-	-
iv) Transaction with persons referred to in (d) above		
a. Salaries /Perquisites paid/payable during the year to Mr. Jainender Kardam - Cessation on 31 st December 2021	55.87	44.97
v) Transaction with persons referred to in (e) above	-	-

Compensation of Key Managerial Personnel#

Particulars	As at March 31, 2022				As at March 31, 2021			
	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total
Short Term Benefits	55.87	-	-	55.87	44.97	-	-	44.97
Total	55.87	-	-	55.87	44.97	-	-	44.97

*The remuneration of KMPs (CFO & CS) is being drawn from the Holding company M/s Bhilwara Energy Limited.

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

22. EMPLOYEE BENEFITS PLAN

A. Gratuity

Financial Assumptions Used to Determine the Profit & Loss Charge

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	-	7.03 P.A.
b) Salary Escalation Rate	-	5.50 P.A.
c) Expected Rate of Return on Assets	-	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	-	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	-	2012-2014
c) Employee Turnover / Attrition Rate	-	
18 to 30 Years	-	3.00%
30 to 45 Years	-	2.00%
Above 45 Years	-	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	-	11.01
Fair value of Plan Assets	-	-
		11.01
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	-	11.01

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Total Charge/(Credit) Recognised in Profit and Loss	-	1.52
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	-	(1.00)

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation, beginning of period	11.01	10.49
b) Interest Cost on DBO	-	0.74
c) Net Current Service Cost	-	0.78
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	11.01	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	-	(1.00)
k) Defined Benefit Obligation, End of Period	-	11.01

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	-	0.78
b) Net Interest Cost	-	0.74
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	-	1.52

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period - End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in OCI, (Gain) / Loss Beginning of Period	-	2.03
b) Remeasurements Due to :	-	-
1. Effect of Change in Financial Assumptions	-	(0.37)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	-	(0.62)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognized in OCI (Gain)/Loss	-	(1.00)
d) Amount Recognized in OCI (Gain)/Loss, End of Period	-	1.03

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income) (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in P&L, End of Period	-	1.52
b) Amount recognized in OCI, End of Period	-	(1.00)
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	-	0.52

6 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability, Beginning of Period	11.01	10.49
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	-	1.52
d) Total Remeasurements Recognised in OC (Income)/Loss	-	(1.00)
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	-	-
g) Benefits Paid	11.01	-
h) Other Events	-	-
i) Balance Sheet (Asset)/Liability, End of Period	-	11.01

7 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on plan assets	-	-
b) Remeasurements on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Unrecognised Asset, Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset, End of Period	-	-

9 The Major Categories of Plan Assets

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
c) Equity Shares of listed companies	-	-
d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-
e) Funds Managed by Insurer	-	-
f) Others	-	-
Total	-	-

10 Current / Non-Current Bifurcation

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	-	0.21
b) Non-Current liability	-	10.80
c) Net Liability	-	11.01

11 Defined Benefit Obligation by Participant Status

(` in Lakhs)

Particulars	As at March 31, 2022
a) Actives	-
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	-

12 Sensitivity Analysis

(` in Lakhs)

Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	-
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	-
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	-
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	-

13 Expected Cash flows for the Next Ten Years

(` in Lakhs)

Particulars	As at March 31, 2022
a) Year - 2023	-
b) Year - 2024	-
c) Year - 2025	-
d) Year - 2026	-
e) Year - 2027	-
f) Year - 2028 to 2032	-

B. Leave encashment
Financial Assumptions Used to Determine the Profit & Loss Charge

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	-	7.03 P.A.
b) Salary Escalation Rate	-	5.50 P.A.
c) Expected Rate of Return on Assets	-	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	-	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	-	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	-	3.00%
30 to 45 Years	-	2.00%
Above 45 Years	-	1.00%

Amount Recognized in Statement of Financial Position at Period - End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	-	8.95
Fair value of Plan Assets	-	-
	-	8.95
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	-	8.95

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation, beginning of period	8.95	9.17
b) Interest Cost on DBO	-	0.64
c) Net Current Service Cost	-	0.64
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	8.95	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	-	(1.50)
k) Defined Benefit Obligation, End of Period	-	8.95

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Amounts Recognised in Statement of Profit & Loss at Period-End (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	-	0.64
b) Net Interest Cost	-	0.64
c) Past Service Cost	-	-
d) Remeasurements*	-	(1.50)
e) Administration Expenses	-	-
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g) Total Expense /(Income) included in "Employee Benefit Expense"	-	(0.22)
4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Remeasurements Due to:		
1. Effect of Change in Financial Assumptions	-	(0.30)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	-	(1.20)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
b) Total Remeasurements Recognised (gains)/losses	-	(1.50)
5 Reconciliation of Balance Sheet Amount (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability, Beginning of Period	8.95	9.17
b) Total Charge/(Credit) Recognised in Profit and Loss	-	(0.22)
c) Acquisition /Business Combination / Divestiture	-	-
d) Benefit Payouts	8.95	-
e) Balance Sheet (Asset)/Liability, End of Period	-	8.95
6 Actual Return on Plan Assets (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on plan assets	-	-
b) Remeasurements on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-
7 Asset Category (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High quality corporate bonds (including Public Sector Bonds)	-	-
c) Equity shares of listed companies	-	-
d) Real Estate / Property	-	-
e) Cash (including Special Deposits)	-	-
f) Other (including assets under Schemes of Insurance)	-	-
g) Total	-	-
8 Current / Non-Current Bifurcation (₹ in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	-	0.16
b) Non-Current liability	-	8.79
c) Net Liability	-	8.95

9 Defined Benefit Obligation by Participant Status (₹ in Lakhs)	
Particulars	As at March 31, 2022
a) Actives	-
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	-

10 Sensitivity Analysis (₹ in Lakhs)	
Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	-
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	-
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	-
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	-

23. Environmental Clearance (EC) of Nyamjang Chhu HEP (6X130 MW) was challenged in National Green Tribunal (NGT) by NGO. NGT in their order dated 7th April, 2016 suspended the Environment Clearance granted to the project till the directions as given in the order are complied. NGT also directed MOEF&CC to make a separate study of E-Flow requirement for protection of Habitat of the Black Neck Crane and for the conservation of the Black Neck Crane through the Wildlife Institute of India (WII).

While the studies were in progress, Government of Arunachal Pradesh issued instant notice for termination on 22nd March, 2019 invoking its right to take over the project on “AS IS WHERE IS BASIS” and allotting the same to third party.

The Company filed petition challenging instant notice for termination under section 9 of Arbitration Act in District Courts of Itanagar for immediate relief to maintain the status quo which was granted vide their order dated 30th April, 2019 and the termination notice was also suspended.

WII submitted its report to GoAP and the same was submitted to court on pursuance of the company. In the report, WII has recommended no construction of Nyamjnag Chhu HEP at site. The project being not viable as per WII report, an application u/s 9 was filed seeking refund of upfront premium as per provisions of MoA.

The appeal filed by the company in Guwahati High court under Section 37 for refund of upfront premium was taken up the High Court on 13th December 2021.

The Guwahati High Court vide its order dated 13th December 2021 has ordered that matter relating to refund/forfeiture of the upfront premium be resolved through arbitration mechanism as provided in the MoA dated 28th May 2009.

ARBITRATION AND NEGOTIATIONS FOR SETTLEMENT

As per directions of Hon'ble Supreme Court, arbitration notice was sent to GoAP and they also indicated the name of arbitrator.

Simultaneously, efforts were initiated to settle the issue by mutual negotiations failing which the arbitration will commence.

In this regard, NHPL/BEL had written for the negotiations/settlement on 04th Jan 2021 upon which GoAP has responded on 05th April 2021 and have shown willingness to move ahead with negotiations for settlement.

The matter is being continuously pursued with GoAP.

24. The company has license to implement a hydroelectric power project in the state of Arunachal Pradesh. Presently all activities are being carried out in process of project implementation and all direct and indirect expenditure is related to the project and, hence, forms part of capital work in progress. Preliminary expenses/ROC expenses are charged off to statement of profit & loss as period cost & other relevant details have been furnished in the Note No. 4 'Project & Pre-operative expenditure (pending allocation). Balance standing in this account at this of project commissioning will be allocated to the relevant assets.
25. The Information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("The Act") have been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. The information has been relied upon by the auditors.

26. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021

i. **Interest rate risk**

There is no long term debt obligation of the company as on March 31, 2022

ii. **Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there are no transactions in foreign currency. Hence, no further disclosure is required under this section.

iii. **Price risk**

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

b) **Credit risk**

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is not exposed to any credit risk as there are no trade receivable and borrowing from bank

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(` in Lakhs)

Particulars	As at March 31, 2022			As at March 31, 2021		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
FDR with VAT Department	0.50	-	0.50	0.50	-	0.50
Deposit with NSDL	1.50	-	1.50	1.50	-	1.50
Cash and Cash Equivalents	1.94	-	1.94	5.98	-	5.98
Total	3.94	-	3.94	7.98	-	7.98

c) **Liquidity risk**

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's board is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(` in Lakhs)

As at March 31, 2022	0-12 months	12 months to 3 years	More than 3 years	Total
Loans & advances from related parties	6,587.97	-	-	6,587.97
Payables to employees	-	-	-	-
Other payables	3.24	-	-	3.24

(` in Lakhs)

As at March 31, 2021	0-12 months	12 months to 3 years	More than 3 years	Total
Loans & advances from related parties	6,522.33	-	-	6,522.33
Payables to employees	2.13	-	-	2.13
Other payables	4.71	-	-	4.71

27. CAPITAL MANAGEMENT

a) **Risk management**

The Company's objective when managing capital is to:

- Safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

28. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT (` in Lakhs)

Particulars	As at March 31, 2022			As at March 31, 2021		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
FDR with VAT department	-	-	0.50	-	-	0.50
Deposits with NSDL	-	-	1.50	-	-	1.50
Cash and Cash Equivalents	-	-	1.94	-	-	5.98
Total Financial Assets	-	-	3.94	-	-	7.98
Financial Liabilities						
Loans & Advances from Related Parties	-	-	6,587.97	-	-	6,522.33
Payable to employees	-	-	-	-	-	2.13
Other payables	-	-	3.24	-	-	4.71
Total Financial Liabilities	-	-	6,591.21	-	-	6,529.17

i. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

29. Impairment review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

30. ADDITIONAL REGULATORY INFORMATION**Following Ratios to be disclosed:-**

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	0.00	0.00	The change in ratio is less than 25%
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.66	0.65	The change in ratio is less than 25%
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	2.00	2.00	The change in ratio is less than 25%
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	(0.46%)	(0.02%)	CWIP amount recognised as revenue expenses
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	-	-	N.A
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	-	-	N.A
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	-	-	NA

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	0.00%	0.00%	The change in ratio is less than 25%
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed=Net worth + Lease liabilities + Deferred tax liabilities	(0.46%)	(0.02%)	CWIP amount recognised as revenue expenses
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

31. OTHER STATUTORY INFORMATION:

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any transactions with companies struck off.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

32. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification / disclosure in accordance with amendments in schedule III.

33. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term Security Deposits and Upfront premium in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 05, 2022.

As per our report of even date.

For Doogar & Associates
 Chartered Accountants
 Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
 Partner
 Membership No : 511239

Riju Jhunjhunwala
 Director
 DIN - 00061060

O.P. Ajmera
 Director
 DIN - 00322834

Place: Noida (U.P.)
 Date: May 05, 2022

Krishna Prasad
 Chief Financial Officer

Ravi Gupta
 Company Secretary
 M. No. F5731

ANNUAL REPORT
OF
**CHANGO YANGTHANG HYDRO
POWER LIMITED**

CIN : U40101HP2011PLC031772

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Riju Jhunjhunwala
Mr. Rishabh Jhunjhunwala
Mr. O. P. Ajmera
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Mr. Pradeep Kumar Sharma, Manager
Mr. Sushil Kumar, CFO

STATUTORY AUDITORS

M/s Jain Raj Associates
Chartered Accountants,
New Delhi

BANKERS

Yes Bank Ltd.

REGISTERED OFFICE

Sewati Niwas, Near Hanuman Mandir,
Khalini, Khalini Chowk, Mist Chamber,
Upper Khalini, Khalini Shimla - 171002

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (U. P.)

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2021-22

Dear Members,

Your Directors have pleasure in presenting their Eleventh (11th) Annual Report along with the Audited Financial Statement for the Financial Year ended March 31, 2022 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial data for the current year and previous year are stated as following:

(Amount in ` Lac)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Total Income	0.03	0.08
Total Expenditure	37.40	33.93
Profit/(Loss) Before Tax	(37.37)	(33.85)
Taxes	0	0
Profit/(Loss) after Tax	(37.37)	(33.85)
Other Comprehensive Income	(0.08)	0.28
Total Comprehensive Income for the year	(37.45)	(33.57)
Basic EPS/Diluted EPS in `	(0.06)	(0.06)

The Company has not yet started its commercial activities.

The Audited Financial Statements forms part of the Annual Report. The Financial Statement of the Company has been placed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE

During the financial year 2021-22, the company incurred a loss of ` 37.37 Lacs as compared to ` 33.85 Lacs loss during the previous financial year.

Due to various socio legal issues not in the control of the company, the company has filed application with Govt. of H.P. for refund of upfront premium and security deposit of ` 3,969.45 Lakhs along with interest @10%. The Company is constantly following up with the State Government for the refund of the said amount with interest. The management of the company is expecting a refund amounting ` 3,969.45 Lakhs.

3. STATEMENT OF COMPANY AFFAIRS/ PROJECT STATUS AND INFORMATION

Your Company, a wholly owned subsidiary of M/s Bhilwara Energy Limited, was having license to develop 180 MW Chango Yangthang Hydro Electric Project in the state of Himachal Pradesh.

Due to various socio legal issues not in the control of the company, the company has filed application with Govt. of H.P. for refund of upfront premium and security deposit of ` 3,969.45 Lakhs along with interest @10%. The Company is constantly following up with the State Government for the refund of the said amount with interest.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There were no material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

5. SUBSIDIARIES/ ASSOCIATES/ JOINT VENTURES

The Company does not have any Subsidiaries/ Associate or Joint Venture. Hence, this clause is not applicable. Accordingly, Company is not required to prepare consolidated Financial Statements and Form AOC-1 as prescribed in section 129(3) of the Companies Act, 2013.

6. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

7. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has adequate internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. The Audit Committee reviews financial statements along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

8. PERSONNEL

(a) Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure –I**.

9. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2022.

10. RESERVES

No amount was required to be transferred to Reserve.

11. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making expenditure in CSR Activities so the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable

12. SHARE CAPITAL

a) Issue of equity shares with differential rights

During the financial year 2021-22, no equity shares have been issued with differential rights.

b) Issue of sweat equity shares

During the financial year 2021-22, no sweat equity shares which have been issued.

c) Issue of employee stock options

During the financial year 2021-22, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2021-22 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

13. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure-II** forming part of this Report.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL

• DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

Pursuant to the provisions of Companies Act, 2013 Mr. Riju Jhunjhunwala (DIN: 00061060) and Mr. Rishabh Jhunjhunwala (DIN: 03104458) shall retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment.

The Board recommends their re-appointment.

• APPOINTMENT & RESIGNATION OF COMPANY SECRETARY

Your Directors informs the members that based on the recommendation of Nomination & Remuneration Committee, Mr. Naveen Kumar Vaid was appointed as Company Secretary of the Company w.e.f from 29th April, 2022 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013. However, subsequently he has resigned on 06th May 2022.

DURING THE FINANCIAL YEAR 2021-22, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP'S

• RESIGNATION OF COMPANY SECRETARY

Your Directors informs the members that, Mr. Amit

Chauhan resigned from the post of Company Secretary w.e.f 25th August, 2021.

• RETIRE BY ROTATION

During the year, Mr. Rishabh Jhunjhunwala (DIN: 03104458) and Mr. Om Prakash Ajmera (DIN: 00322834), Director retired by rotation at the 10th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 10th Annual General Meeting of the Company held on 10th August, 2021.

• RE-APPOINTMENT OF MANAGER (KMP)

During the Financial Year under review, Mr. Pradeep Kumar Sharma was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 15th April, 2021 and subsequently approved by the members at an Extra Ordinary General Meeting held on 15th April, 2021 for a period of one year commencing from 01st April, 2021 to 31st March, 2022 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

Since the tenure of appointment of Mr. Pradeep Kumar Sharma as the Manager of the Company in terms of section 2(53) of the Companies Act, 2013 expired on 31st March, 2022, therefore he was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 29th April, 2022 and subsequently approved by the members at an Extra Ordinary General Meeting held on 29th April, 2022 for a period of one year commencing from 01st April, 2022 to 31st March, 2023 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that the Company has received necessary declaration from each Independent Director/s under section 149(7) at the beginning of the financial year stating that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2 (51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

- Mr. Pradeep Kumar Sharma, Manager
- Ms. Amit Chauhan, Company Secretary (Cessation w.e.f 25th August, 2021)
- Mr. Naveen Kumar Vaid, Company Secretary (from 29th April, 2022 to 06th May, 2022)
- Mr. Sushil Kumar, Chief Financial Officer (CFO)

16. MEETINGS OF THE BOARD

The Board of Directors duly met Five (5) times during the financial year 2021-22. The meetings were held on 15th April, 2021, 06th May, 2021, 28th July, 2021, 26th October, 2021 and 31st January, 2022.

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The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Riju Jhunjhunwala	Director	Non-Executive Director	5	5
2	Mr. Rishabh Jhunjhunwala	Director	Non-Executive Director	5	5
	Mr. Om Prakash Ajmera	Director	Non-Executive Director	5	5
4	Ms. Niharika Bindra	Independent Director	Non-Executive Independent Director	5	5
5	Mr. Pradeep Agarwal	Independent Director	Non-Executive Independent Director	5	5

17. AUDIT COMMITTEE

During the financial year 2021-22, the Audit Committee reviewed the Company's financial results, Internal Control Systems and Risk. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2021-22.

Majority of the members of the Committee possess knowledge of corporate finance, accounts and corporate laws. During the financial year, four (4) audit committee meetings were held on 06th May, 2021, 28th July, 2021, 26th October, 2021 and 31st January, 2022.

The Company Secretary acts as the Secretary to the Committee.

The composition and attendance of Audit Committee held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairman, Member	Non-Executive Director	4	4
2.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	4	4
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	4	4

18. NOMINATION AND REMUNERATION COMMITTEE MEETING

During the financial year 2020-21, One (1) Nomination and Remuneration Committee Meetings was held. The meeting was held on 15th April, 2021.

The composition and attendance of Nomination and Remuneration Committee meetings held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairman, Member	Non-Executive Director	1	1
2.	Mr. Riju Jhunjhunwala	Member	Non-Executive Director	1	1
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	1	1
4.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	1	1

19. MEETING OF THE MEMBERS

The Tenth (10th) Annual General Meeting of the members of the Company was held on 10th August, 2021.

During the year under review, One (1) Extra-Ordinary General Meeting of the members of the Company was held on 15th April, 2021.

20. MEETING OF THE INDEPENDENT DIRECTORS

During the year under review, One Independent Director Meeting was held on 31st January, 2022. Independent Directors met without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The Company has not made any investments in terms of Section 186 of the Companies Act, 2013.

23. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

24. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the companies act, 2013 the board of directors on the recommendation of the nomination and remuneration committee has framed a policy for the appointment of directors and senior management of the company and their remuneration. The policy forms part of the board report as **Annexure-III** has been disclosed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the 10th Annual General Meeting held on 10th August, 2021, M/s Jain Raj Associates, Chartered Accountants, (ICAI Firm Registration No. 007535N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 15th Annual General Meeting to be held in the Calendar Year, 2026.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

27. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remarks.

28. REPORTING OF FRAUDS BY THE AUDITORS

During the year under review, the Statutory Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013. Therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

29. ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return is available on the website of the holding company M/s Bhilwara Energy Limited (www.bhilwaraenergy.com).

30. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable & prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- iii. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. that the annual financial statement has been prepared on a going concern basis;
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

31. GENERAL DISCLOSURES

- The Company has a group policy in the name and in place against Sexual Harassment in line with the requirements of the Sexual Harassment if women at workplace (Prevention, Prohibition and redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding the sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2021-22.

- The financial year of the Company was same as of previous year.
- The Company has not change the name and its nature of business since last year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2021-22.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- There is no information to be provided w.r.t. the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31

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of 2016) during the year or at the end of the financial year.

- Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.
- The Company has made the necessary disclosure as per rule 8(5) of Companies' Accounts Rules 2014.

32. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
Chango Yangthang Hydro Power Limited

Riju Jhunjhunwala
Director
DIN: 00061060

Om Prakash Ajmera
Director
DIN: 00322834

Place: Noida (U.P.)
Date: July 27, 2022

ANNEXURE-I OF THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Pradeep Kumar Sharma	Manager (Dy. Manager-Liasion)	21.43 Lac	MBA from KSOU, Mysore. PG Diploma in personnel & Administration from AIIMS, Chennai.	25 Years	50 Years	01.10.2011	Prabati Hydro-Electric Project Lot-II-800 MW	NIL	Contractual	NO
2	*Mr. Amit Chauhan	Company Secretary	1.51 Lac	B.Com, ACS	3 Months	27 Years	21.12.2020	-	NIL	Permanent	NO
3	Mr. Sushil Kumar	CFO (Officer Accounts)	9.64 Lac	MBA Finance	18 Years	37 Years	10.04.2017	IQOR Global Service India Private Limited	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ` millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-

Note:

*Mr. Amit Chauhan resigned from the post of the Company Secretary w.e.f. 25th August, 2021.

ANNEXURE-II**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A) Conservation of energy:

- i) the steps taken or impact on conservation of energy; : Nil
- ii) the steps taken by the company for utilising alternate sources of energy; : Nil
- iii) the capital investment on energy conservation equipments; : Nil

B) Technology absorption:

- i) the efforts made towards technology absorption; : Nil
- ii) the benefits derived like product improvement, cost reduction, product development or import substitution; : Nil
- iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- : Nil
 - a) the details of technology imported;
 - b) the year of import;
 - c) whether the technology been fully absorbed;
 - d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- iv) the expenditure incurred on Research and Development.

C) Foreign exchange earnings and Outgo:

- Foreign Exchange Earnings : Nil
- Foreign Exchange Outgo : Nil

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ANNEXURE-III OF THE BOARD'S REPORT

NOMINATION AND REMUNERATION POLICY

1. OBJECTIVE

The Key Objectives of the Committee would be:

- i. to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- ii. to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- iii. to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

a) **Key Managerial Personnel:** Key Managerial Personnel means:

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer; and
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

b) **Senior Management:** Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance.
- iv. to recommend to the Board on:
 - * policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - * Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vi. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- vii. to devise a policy on Board diversity;
- viii. to develop a succession plan for the Board and to regularly review the plan;

4. MEMBERSHIP

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES OF COMMITTEE

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11. REMUNERATION DUTIES OF COMMITTEE

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee. Minutes of the Committee meetings will be tabled at the subsequent Board meeting.

INDEPENDENT AUDITORS' REPORT

To the Members of Chango Yangthang Hydro Power Limited

Report on the Audit of the Financial Statements Opinion

We have audited the accompanying financial statements of **Chango Yangthang Hydro Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Material Uncertainty Related to Going Concern

We draw attention to Note-29 regarding the Board of directors decision to surrender the ChangoYangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to delay and uncertainty in project execution and long delay in Government approvals and licenses lapse, the company has written off Capital Work in progress during the previous year amounting to INR 2,713.18 lakhs. These events or conditions, along with other matters as set forth in Note-27, indicate that there exists material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern since the company was incorporated as a Special Purpose Vehicle for this particular project.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

We draw attention to Note-27, the company has surrendered ChangoYangthang HEP (180MW) project in Himachal Pradesh and asked for the refund of Upfront premium of INR 3789.45

lakhs and Security Deposit of INR 180 lakhs with interest since the project is not executable purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP has formed a committee to deal with the issues of various projects which includes ChangoYangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed, in which the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW ChangoYangthang HEP and refused to co-operate on the issue of development of any project. During the meeting called for by the committee, CHYPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

In View of this, the company has reiterated its demand for refund of money along with the Interest and the management is confident of recovering the Upfront Fees and Security Deposit paid on account of surrender of project, in full. The upfront fee and security deposit as mentioned above have been grouped under Other Non-Current Assets (Note-5) and Non-Current Loans- Security Deposit (Note-4) respectively.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies;

making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content

of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
 - e. On the basis of written representations received from the directors as on March, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022, from being appointed as a director in terms of section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given

CHANGO YANGTHANG HYDRO POWER LIMITED

to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations as confirmed by the Management; therefore there is no impact on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Jain Raj Associates

Chartered Accountants
Firm Regn. No. 007535N

P.K.Jain

Partner
Membership No. 086396
UDIN: 22086396ALLPZD7814

Place: New Delhi
Date: May 05, 2022

208, 2ND Floor, Hans Bhawan,
Bahadur Shah Zafar Marg, New Delhi-110002

ANNEXURE 'A' TO AUDITORS' REPORT

(Annexure referred to in our report of even date)

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section of our report of even date

- i. (a) (A) The Company has maintained proper records showing particulars, including Quantitative details and situation of Property, Plant and Equipment.
- (B) According to the information and explanation given to us and the records examined by us, the company is not having any intangible assets, therefore the provisions of clause 3(i) of the said CARO 2020 Order is not applicable to the Company.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no discrepancy has been noticed on such verification as compared to book records.
- (c) According to information and explanations given to

us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2022.

- (d) According to the information and explanation given to us and the records examined by us, the company has not revalued its Property, Plant and Equipment, therefore the provisions of clause 3(i)(d) of the said CARO 2020 Order are not applicable to the Company.
- (e) According to the information and explanation given to us and the records examined by us, the company have not been any proceedings initiated or are any pending against the company for holding any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. According to the information and explanation given to us and the records examine by us, the company is not having any inventory, therefore the provisions of clause 3(ii) (a) and (b) of the said CARO 2020 Order are not applicable to the Company.
- iii. The Company during the year has not made investment, granted any loans, secured or unsecured to companies, firms or other parties.. Accordingly, clauses 3(iii) (a), (b) (c) (d) and (e) are not applicable.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.
- v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.
- vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- vii (a) The Company is regular in depositing undisputed statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' state insurance, income tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2022.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues as mentioned in clause (a) above which have not been deposited on account of a dispute.
- viii. According to the information and explanations given to us and as per the books and records examined by us, there is no such transactions which have not been recorded in books on account of surrender or disclose as income during the year in the tax assessments under the Income Tax Act 1961(43 of 1961).
- ix. According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted in repayment of dues to any

- financial institution or bank or debenture holders.
- x. (a) According to the information and explanations given by the management, the company has not raised any money of initial public offer/further public offer(including debt instruments) during the year.
- (b) According to the information and explanations given by the management, the company has not made any preferential allotment or private placement of share or convertible debenture during the year.
- xi Based upon the audit procedures performed for the purpose of reporting the true and fair view of financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the company has been noticed or reported during the year.
- xii. In our Opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order is not applicable to the company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with related parties are in compliance with section 177 & 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on an overall examination the provisions of internal audit is not applicable on the company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- xvi (a) According to the information and explanations given to us, the provisions of section 45-IA of Reserve Bank of India Act, 1934 are not applicable to the Company.
- (b) According to the information and explanations given to us the company has not conducted any Non Banking or Housing Finance activities.
- (c) According to the information and explanations given to us the company is not a Core Investment company.
- xvii According to the information and explanations given to us and on an overall examination the company has incurred cash loss of ` 37.32 Lakhs during the financial year.
- xviii On the basis of information obtained there has not been any resignation of statutory auditor of the company.
- Xix On the basis of financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, as per the knowledge of the Board of Directors and management plans it is found that the company is not operating business
- Xx According to the information and explanations given to us and on an overall examination the company the provisions mentioned in paragraph 3 clause (xx) is not applicable to the company.

Xxi According to the information and explanations given to us and on an overall examination the company the provisions mentioned in paragraph 3 clause (xxi) is not applicable to the company.

For Jain Raj Associates

Chartered Accountants
Firm Regn. No. 007535N

P.K.Jain

Partner
Membership No. 086396
UDIN: 22086396ALLPZD7814

Place: New Delhi
Date: May 05, 2022

208, 2ND Floor , Hans Bhawan,
Bahadur Shah Zafar Marg, New Delhi-110002

Annexure B to the Independent Auditor's Report to the Members of Chango Yangthang Hydro Power Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Chango Yangthang Hydro Power Limited** ("the Company") as of 31st March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the

CHANGO YANGTHANG HYDRO POWER LIMITED

audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jain Raj Associates

Chartered Accountants
Firm Regn. No. 007535N

P.K.Jain

Partner
Membership No. 086396
UDIN: 22086396ALLPZD7814

Place: New Delhi
Date: May 05, 2022

208, 2ND Floor , Hans Bhawan,
Bahadur Shah Zafar Marg, New Delhi-110002

BALANCE SHEET AS AT MARCH 31, 2022

		(` in Lakhs)	
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
I ASSETS			
A Non-Current Assets			
(a) Property, Plant and Equipment	3	0.40	0.45
(b) Financial Assets			
(i) Loans	4	181.93	182.73
(c) Other Non Current Assets	6	3,789.45	3,789.45
		3,971.78	3,972.63
B Current Assets			
(a) Financial Assets			
(i) Loans	4	0.80	0.80
(ii) Cash and Cash Equivalents	5	1.11	4.06
(b) Other Current Assets	6	0.05	0.05
		1.96	4.91
Total Assets		3,973.74	3,977.54
II EQUITY AND LIABILITIES			
A Equity			
(a) Equity Share Capital	7	3,000.00	3,000.00
(b) Other Equity	8	67.02	104.47
		3,067.02	3,104.47
B Liabilities			
Non-Current Liabilities			
(a) Provisions	12	9.22	7.82
		9.22	7.82
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	9	895.42	863.54
(ii) Trade Payables	10		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	-
(b) Other Current Liabilities	11	1.87	1.56
(c) Provisions	12	0.21	0.15
		897.50	865.25
Total Equity & Liabilities		3,973.74	3,977.54
Significant Accounting Policies	2		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

P K Jain
Partner
Membership No. 086396

Place: Noida (U.P.)
Date: May 05, 2022

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Riju Jhunjhunwala
Director
DIN-00061060

Sushil Kumar
Chief Financial Officer

O.P. Ajmera
Director
DIN: 00322834

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

CHANGO YANGTHANG HYDRO POWER LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022

(` in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2022	For the year ended March 31, 2021
i Other Income	13	0.03	0.08
ii Total Income		0.03	0.08
iii Expense			
Employee benefits expense	14	33.96	30.19
Depreciation and amortization expense	15	0.05	0.05
Other expenses	16	3.39	3.69
iv Total Expenses		37.40	33.93
v Profit/(Loss) before tax		(37.37)	(33.85)
vi Tax Expense		-	-
vii Profit/(Loss) for the period		(37.37)	(33.85)
viii Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	17		
Re-measurement gains/ (losses) on defined benefit plans		(0.08)	0.28
ix Other comprehensive income for the year		(0.08)	0.28
x Total comprehensive income for the year, net of tax		(37.45)	(33.57)
xi Earnings per Equity Shares	18		
(i) Basic (in `)		(0.06)	(0.06)
(ii) Diluted (in `)		(0.06)	(0.06)
Face value (in `)		5.00	5.00
Significant Accounting Policies	2		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

P K Jain
Partner
Membership No. 086396

Riju Jhunjhunwala
Director
DIN-00061060

O.P. Ajmera
Director
DIN: 00322834

Place: Noida (U.P.)
Date: May 05, 2022

Sushil Kumar
Chief Financial Officer

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

a. Equity Share Capital

1 Current reporting period (₹ in Lakhs)

Particulars	No. of Shares (in Lakhs)	Amount
Balance as at April 01, 2021	600.00	3,000.00
Balance at the beginning of the reporting year		
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	600.00	3,000.00

2 Previous reporting period (₹ in Lakhs)

Particulars	No. of Shares (in Lakhs)	Amount
Balance as at April 01, 2020	600.00	3,000.00
Balance at the beginning of the reporting year		
Changes in equity share capital during the year	-	-
Balance as at March 31, 2021	600.00	3,000.00

b. Other Equity

1 Current reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus		Total
	Capital Reduction	Retained earnings	
Balance as at April 01, 2021	3,000.00	(2,895.53)	104.47
Profit & (Loss) during the year	-	(37.37)	(37.37)
Other comprehensive loss during the year	-	(0.08)	(0.08)
Total	-	(37.45)	(37.45)
Balance as at March 31, 2022	3,000.00	(2,932.98)	67.02

2 Previous reporting period (₹ in Lakhs)

Particulars	Reserves & Surplus		Total
	Capital Reduction	Retained earnings	
Balance as at April 01, 2020	3,000.00	(2,861.96)	138.04
Profit & (Loss) during the year	-	(33.85)	(33.85)
Other comprehensive profit during the year	-	0.28	0.28
Total	-	(33.57)	(33.57)
Balance as at March 31, 2021	3,000.00	(2,895.53)	104.47

Significant Accounting Policies

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

P K Jain
Partner
Membership No. 086396

Place: Noida (U.P.)
Date: May 05, 2022

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Riju Jhunjhunwala
Director
DIN-00061060

Sushil Kumar
Chief Financial Officer

O.P. Ajmera
Director
DIN: 00322834

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

CHANGO YANGTHANG HYDRO POWER LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash Flow From Operating Activities		
Net Operating Profit/(Loss) Before Tax	(37.45)	(33.57)
Add: Depreciation and ammortisation	0.05	0.05
Operating Profit/(Loss) Before Working Capital Changes	(37.40)	(33.52)
(Increase) / Decrease in other non current assets	0.80	(2.73)
(Increase) / Decrease In Other Short Term Assets	(0.01)	(0.80)
Increase / (Decrease) In Provisions	1.48	0.64
(Increase) / Decrease In Other Short Term Liabilities	0.31	(3.33)
Cash Generated (Used) In /From Operations Before Tax	2.58	(6.22)
Net Direct Taxes Paid	-	-
Net Cash Flow (Used) In/ From Operating Activities	(34.82)	(39.74)
B. Cash Flow From Investing Activities		
Net Cash Flow (Used) In/ From Investing Activities	-	-
Net Cash (Used) In/ From Operating And Investing Activities	(34.82)	(39.74)
C. Cash Flow From Financing Activities		
Short-term borrowings taken during the period	31.87	42.59
Net Cash (Used) In/ From Financing Activities	31.87	42.59
Net Cash (Used) In/ From Operating, Investing & Financing Activities	(2.95)	2.85
Net Increase/(Decrease) In Cash & Cash Equivalent	(2.95)	2.85
Opening Balance Of Cash & Cash Equivalent	4.06	1.21
Closing Balance of Cash & Cash Equivalent	1.11	4.06
Note: Cash and Cash Equivalents included in the Cash Flow Statement comprise of the following:-		
(i) Cash Balance in Hand	0.19	0.28
(ii) Balance with Banks :		
- In Current Accounts	0.92	3.78
Total	1.11	4.06
Significant Accounting Policies		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

P K Jain
Partner
Membership No. 086396

Riju Jhunjunwala
Director
DIN-00061060

O.P. Ajmera
Director
DIN: 00322834

Place: Noida (U.P.)
Date: May 05, 2022

Sushil Kumar
Chief Financial Officer

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1. CORPORATE INFORMATION

Chango Yangthang Hydro Power Limited (CYHPL) is a closely held public limited company incorporated on 12th October, 2011 under the Companies Act, 1956 having its registered office in Himachal Pradesh and Corporate office at Noida (UP). CYHPL has been granted license to develop 180 MW Chango Yangthang Hydro Power Project in the state of Himachal Pradesh. However, the company has surrendered the project. As on 31 March 2021, Bhilwara Energy Limited, the holding company owned 100% of the company's equity share capital. During the financial year 2018-19, the Company vide NCLT order dated 08th August, 2018 and subsequent registration by Registrar of Companies of the said NCLT order on 19th September, 2018 has reduced its paid up Share Capital from ₹ 6,000.00 Lakhs to ₹ 3,000.00 Lakhs.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind-As.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

a) Current versus non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:-

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

CHANGO YANGTHANG HYDRO POWER LIMITED

Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

The following specific recognition criteria must also be met before revenue is recognized:

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment is recognized on declaration basis. When the right to receive payment is established.

d) Inventory Valuation

Inventories comprising of explosive stocks are valued at lower of cost and net realizable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

e) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/debentures to finance PPE and expenditure on start-up/commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on tangible fixed assets is provided on the straight line method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing ` 5,000.00 or below are fully depreciated in the year of addition.

Sl. No.	Fixed Asset	Useful life
1	Computers (Desktops and Laptops etc.)	3 years
2	Project Equipments	5 years
3	Office Equipments	5 years
4	Motor Vehicles	8 years
5	Electrical Installation and Equipments	10 years

The depreciation was provided in accordance with the Schedule II to the Companies Act, 2013.

f) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Impairment of Non-Financial Assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

i) Financial Instruments

Financial Assets

Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

Subsequent Measurement

Non-derivative financial instruments

• **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

• **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held

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within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

j) **Reclassification of financial assets**

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for

managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

k) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

l) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

- **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

- **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

- **Exchange differences**

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

m) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard Ind AS-19 'Employee Benefits'.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard Ind AS-19 'Employee Benefits'. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

n) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

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Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate.

However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

o) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

p) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

q) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

r) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

s) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

t) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

u) Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

v) Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

w) Amended standards and interpretations

Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures and Ind AS 116 Leases (amendments related to Interest Rate Benchmark Reform)

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

- (i) The nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- (ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;
- (iii) The instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;
- (iv) Changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

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These amendments did not have any material impact on the financial statements of the Company.

Ind AS 116 Leases (amendment related to rent concessions arising due to COVID-19 pandemic)

The amendment to Ind AS 116 Leases extended the practical expedient introduced for financial year 2020-21 related to rent concessions arising due to Covid-19 pandemic, that provides an option lessee to choose that rent concessions arising due to COVID-19 pandemic ('COVID-19 rent related concessions') not to be treated as lease modification, to lease payments due on or before 30 June 2022 from 30 June 2021.

The amendment did not have any material impact on financial statements of the Company.

Amendments consequent to issue of Conceptual Framework for financial reporting under Ind AS ("Conceptual Framework")

- (i) Ind AS 102 Share Based Payments- Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.
- (ii) Ind AS 103 Business Combinations - The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.
- (iii) Ind AS 114 Regulatory Deferral Accounts- The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.
- (iv) Ind AS 37 Provisions, Contingent liabilities and Contingent assets- The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.
- (v) Ind AS 38 Intangible assets- The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework.
- (vi) Ind AS 106 Exploration for and evaluation of mineral resources; Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting- The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the financial statements of the Company.

3 PROPERTY, PLANT & EQUIPMENT

(` in Lakhs)

Particulars	Furniture And Fixtures	Total
Gross Carrying Value		
As at April 1, 2020	0.54	0.54
Additions	-	-
Disposals	-	-
As at March 31, 2021	0.54	0.54
Additions	-	-
Disposals	-	-
As at March 31, 2022	0.54	0.54
Depreciation		
As at April 1, 2020	0.04	0.04
Charge for the year	0.05	0.05
Disposals	-	-
As at March 31, 2021	0.09	0.09
Charge for the year	0.05	0.05
Disposals	-	-
As at March 31, 2022	0.14	0.14
Net Carrying Value		
As at March 31, 2021	0.45	0.45
As at March 31, 2022	0.40	0.40

4 LOANS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Unsecured, Considered Good				
Security Deposits *	180.00	180.00	-	-
Loan to Employees	1.93	2.73	0.80	0.80
	181.93	182.73	0.80	0.80

* In March 2014, the company deposited security ` 180.00 Lakhs to Government of Himachal Pradesh for Chango Yangthang HEP (180 MW).

5 CASH AND CASH EQUIVALENTS

(` in Lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
- Balance with banks	0.92	3.78
- Cash on hand	0.19	0.28
	1.11	4.06

6 OTHER ASSETS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Upfront Premium*	3,789.45	3,789.45	-	-
Prepaid Expenses	-	-	0.05	0.05
	3,789.45	3,789.45	0.05	0.05

* The management of the company is of the view that the upfront premium deposited at the time of allotment amounting to ` 3,789.45 Lakhs would be refunded by the Directorate of Energy, Government of Himachal Pradesh on surrender of the project due to the events beyond the control of the company.

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7 EQUITY SHARE CAPITAL

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
1,200.00 Lakhs (previous year 1,200.00 Lakhs) equity shares of ` 5 each	6,000.00	6,000.00
Issued, subscribed and fully paid up*		
600.00 Lakhs (previous year 600.00 Lakhs) equity shares of ` 5 each fully paid	3,000.00	3,000.00
	3,000.00	3,000.00

*Consequent upon the order passed by the Hon'ble National Company Law Tribunal, Chandigarh Bench on dated 08th August, 2018, under section 66(3) of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for Reduction of share capital of the Company) Rules, 2016, the issued, subscribed and paid up equity share capital of the Company, has reduced from ` 6,000.00 Lakhs (Rupees Sixty Crore) divided into 600.00 Lakhs Equity shares of ` 10 each to ` 3,000.00 Lakhs (Rupees Thirty Crore) divided into 600.00 Lakhs Equity shares of ` 5 (` Five) each by reducing face value of the share from ` 10 (` Ten) each to ` 5 (` Five) each w.e.f. 19th September 2018.

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares (in Lakhs)	(` in lakhs)	No. of Shares (in Lakhs)	(` in lakhs)
Shares outstanding at the beginning of the year	600.00	3,000.00	600.00	3,000.00
Change in face value during the year	-	-	-	-
Shares outstanding at the end of the year	600.00	3,000.00	600.00	3,000.00

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ` 5 per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders

(c) Shares held by holding/ ultimate holding company and/or their subsidiaries/associates

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares (in Lakhs)	(` in lakhs)	No. of Shares (in Lakhs)	(` in lakhs)
Bhilwara Energy Limited (Holding Company)	600.00	3,000.00	600.00	3,000.00

(d) Details of shareholders holding more than 5% shares in the Company

Equity Shares of ` 5 each fully paid up	As at March 31, 2022		As at March 31, 2021	
	No. of Shares (in Lakhs)	% Holding	No. of Shares (in Lakhs)	% Holding
Bhilwara Energy Limited	600.00	100%	600.00	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(e) Shares held by promoter

Particulars	Promoter Name	As at March 31, 2022		As at March 31, 2021	
		No of Shares as at end of the year	% Of total shares	No of Shares as at end of the year	% Of total shares
Equity Shares of ` 5 each fully paid	Bhilwara Energy Limited	600.00	100%	600.00	100%
Total		600.00	100%	600.00	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

8 OTHER EQUITY

		(` in lakhs)
(a) Capital reserve		
Balances as at April 1, 2020		3,000.00
Addition during the financial year		-
Balances as at March 31, 2021		3,000.00
Addition during the financial year		-
Balance as at March 31, 2022		3,000.00
(b) Retained Earnings		
Balances as at April 1, 2020		(2,861.71)
Profit & (Loss) during the year		(33.85)
Balances as at March 31, 2021		(2,895.56)
Profit & (Loss) during the year		(37.37)
Balance as at March 31, 2022		(2,932.93)
(c) Retained Earnings		
Balances as at April 1, 2020		(0.25)
Other comprehensive profit during the year		0.28
Balances as at March 31, 2021		0.03
Other comprehensive loss during the year		(0.08)
Balance as at March 31, 2022		(0.05)

Nature and Description of Reserve:

- (i) Capital Reserve:
Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.
- (ii) Retained earnings:
Retained earnings constitute the accumulated profits earned by the company till date, less dividend and other distribution made to shareholders.

9 BORROWINGS

(` in Lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Loan repayable on demand - unsecured		
Loans & advances from related parties (holding company-interest free)	895.42	863.54
	895.42	863.54

10 TRADE PAYABLES

(` in Lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	-	-
	-	-

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*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

11 OTHERS LIABILITY

(` in Lakhs)

Particulars	Current	
	As at March 31, 2022	As at March 31, 2021
Audit fee payables	1.08	1.10
Expenses payables	0.23	0.18
Statutory dues payables	0.56	0.28
	1.87	1.56

12 PROVISIONS

(` in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
- Leave encashment	5.10	4.45	0.11	0.09
- Gratuity	4.12	3.37	0.10	0.06
	9.22	7.82	0.21	0.15

13 REVENUE FROM OPERATIONS

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Other Income	0.03	0.08
	0.03	0.08

14 EMPLOYEE BENEFIT EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Salaries	33.93	30.13
Workmen and staff welfare expenses	0.03	0.06
	33.96	30.19

15 DEPRECIATION AND AMORTIZATION EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Depreciation	0.05	0.05
	0.05	0.05

16 OTHER EXPENSES

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Rent, Rates & taxes	0.05	0.07
Bank charges	-	0.00
Travelling & Conveyance expenses	0.02	-
Communication expenses	0.13	0.09
Insurance charges	0.10	0.10
Legal & Professional charges	1.38	1.72
Payment to auditor	1.71	1.71
	3.39	3.69

Notes :-**(i) Payment to statutory auditors comprise (including indirect tax):**

(` in Lakhs)

Payment to Auditors	For the Year ended March 31, 2022	For the Year ended March 31, 2021
- Audit fee	1.18	1.18
- Fees for certification	0.53	0.53
	1.71	1.71

17 OTHER COMPREHENSIVE INCOME

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	(0.08)	0.28
Total Comprehensive Income for the year	(0.08)	0.28

18 EARNING PER SHARE

(` in Lakhs)

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
(a) Profit / (Loss) from total operation attributable to equity shareholders	(37.37)	(33.85)
(b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (in Lakhs)	600.00	600.00
Earning Per Share - Basic (`)	(0.06)	(0.06)
Earning per share - Diluted (`)	(0.06)	(0.06)
Face value per share (`)	5.00	5.00

19. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

20. COMMITMENTS AND CONTINGENCIES**(i) Contingent Liabilities**

As per the information available to the management, there is no contingent liability as at 31st March, 2022.

(ii) Commitments

The company has filed application to surrender the Chango Yangthang HEP 180 MW to Directorate of Energy, Government of Himachal Pradesh. Therefore, Capital contracts remaining to be executed on capital account and not provided for as on the date of Balance Sheet (net of advances) are ` NIL (previous year ` NIL).

21. RELATED PARTY DISCLOSURES

a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

(i)	Bhilwara Energy Limited (BEL)	Holding Company
(ii)	Malana Power Company Limited (MPCL)	Fellow Subsidiary
(iii)	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
(iv)	Indo Canadian Consultancy Services Limited (ICCSL)	Fellow Subsidiary
(v)	BG Wind Power Limited (BGWPL)	Fellow Subsidiary
(vi)	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
(vii)	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary

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- b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture:
N. A.
- c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.
N. A.
- d) **Key Management Personnel**
- | | |
|-------------------------------|--|
| (i) Mr. Sushil Kumar | - CFO |
| (ii) Mr. Pardeep Kumar Sharma | - Manager |
| (iii) Ms. Priyanshi Garg | - Company Secretary, Cessation on 25 th June 2020 |
| (iv) Mr. Amit Chauhan | - Company Secretary, Cessation on 25 th August 2021 |
| (v) Mr. Naveen Kumar Vaid | - Company Secretary, w.e.f 29 th April 2022 |
- e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.
N. A.

The following transactions were carried out with the related parties in the ordinary course of business:

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
i) Parties referred to in item (a) above		
a) Loans & Advances received from Bhilwara Energy Ltd.	31.87	42.59
ii) Parties referred to in item (b) above (N.A.)	-	-
iii) Persons referred to in (c) above (N.A.)	-	-
iv) Persons referred to in (d) above		
a) Salary of Mr. Sushil Kumar-CFO	9.64	8.59
b) Salary of Ms. Priyanshi Garg-CS- Cessation on 25th June 2020	-	0.48
c) Salary of Mr. Amit Chauhan-CS- Cessation on 25th Aug 2021	1.51	0.93
d) Salary of Mr. Pradeep Kumar Sharma-Manager	21.43	19.49
v) Parties referred to in (e) above		

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount due to Bhilwara Energy Ltd.	895.42	863.54
Amount due from KMP		
i. Mr. Sushil Kumar-CFO	2.73	3.53

Compensation of Key Managerial Personnel

Particulars	As at March 31, 2022				As at March 31, 2021				
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)	Total	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)	Ms. Priyanshi Garg (CS)	Total
Short Term Benefits	9.64	21.43	1.51	32.58	8.59	19.49	0.93	0.48	29.49
Total	9.64	21.43	1.51	32.58	8.59	19.49	0.93	0.48	29.49

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

22. EMPLOYEE BENEFIT PLAN

A. Gratuity (Unfunded)

(` in Lakhs)		
Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	4.22	3.43
Fair value of Plan Assets	-	-
	4.22	3.43
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	4.22	3.43

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Total Charge/(Credit) Recognised in Profit and Loss	0.71	0.66
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	0.08	(0.28)

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation, beginning of period	3.43	3.05
b) Interest Cost on DBO	0.24	0.21
c) Net Current Service Cost	0.47	0.45
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	0.08	(0.28)
k) Defined Benefit Obligation, End of Period	4.22	3.43

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

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3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Service Cost	0.47	0.45
b) Net Interest Cost	0.24	0.21
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	0.71	0.66

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in OCI, (Gain) / Loss Beginning of Period	0.10	0.38
b) Remeasurements Due to :		
1. Effect of Change in Financial Assumptions	(0.14)	(0.10)
2. Effect of Change in Demographic Assumptions	-	-
3. Effect of Experience Adjustments	0.22	(0.18)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognised in OCI (Gain)/Loss	0.08	(0.28)
d) Amount Recognized in OCI (Gain)/Loss, End of Period	0.18	0.10

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Amount recognized in P&L, End of Period	0.71	0.66
b) Amount recognized in OCI, End of Period	0.08	(0.28)
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	0.79	0.38

6 Reconciliation of Balance Sheet Amount

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Balance Sheet (Asset)/Liability, Beginning of Period	3.43	3.05
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	0.71	0.66
d) Total Remeasurements Recognised in OC (Income)/Loss	0.08	(0.28)
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	-	-
g) Benefits Paid	-	-
h) Other Events	-	-
i) Balance Sheet (Asset)/Liability, End of Period	4.22	3.43

7 Actual Return on Plan Assets

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Expected return on plan assets	-	-
b) Remeasurement on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Unrecognised Asset, Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset, End of Period	-	-

9 The Major Categories of Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Government of India Securities (Central and State)	-	-
b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
c) Equity Shares of listed companies	-	-
d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-
e) Funds Managed by Insurer	-	-
f) Others	-	-
Total	-	-

10 Current / Non-Current Bifurcation (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Current liability	0.10	0.06
b) Non-Current liability	4.12	3.37
c) Net Liability	4.22	3.43

11 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Actives	4.22
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	4.22

12 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.38)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	0.43
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	0.43
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(0.39)

13 Expected Cash flows for the Next Ten Years (₹ in Lakhs)

Particulars	As at March 31, 2022
a) Year - 2023	0.10
b) Year - 2024	0.11
c) Year - 2025	0.13
d) Year - 2026	0.17
e) Year - 2027	0.20
f) Year - 2028 to 2032	17.98

B. Leave encashment (Unfunded)**Financial Assumptions Used to Determine the Profit & Loss Charge** (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Discounting Rate	7.37 P.A.	7.03 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

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Demographic Assumptions Used to Determine the Defined Benefit (` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Present value of Defined Benefit Obligation	5.21	4.54
Fair value of Plan Assets	-	-
	5.21	4.54
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	5.21	4.54

1 Change in Defined Benefit Obligation (` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Defined Benefit obligation, beginning of period	4.54	4.27
b) Interest Cost on DBO	0.31	0.30
c) Net Current Service Cost	0.64	0.65
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(0.11)	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(0.17)	(0.68)
k) Defined Benefit Obligation, End of Period	5.21	4.54

2 Change in Fair Value of Plan assets (` in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3	Amounts Recognised in Statement of Profit & Loss at Period-End	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Service Cost	0.64	0.65
	b) Net Interest Cost	0.32	0.30
	c) Past Service Cost	-	-
	d) Remeasurements	(0.17)	(0.68)
	e) Administration Expenses	-	-
	f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
	g) Total Expense /(Income) included in "Employee Benefit Expense"	0.79	0.27
4	Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Remeasurements Due to :	-	-
	1. Effect of Change in Financial Assumptions	0.19	0.46
	2. Effect of Change in Demographic Assumptions	-	-
	3. Effect of Experience Adjustments	0.02	(1.14)
	4. (Gain)/Loss on Curtailments/Settlements	-	-
	5. Return on Plan Assets (Excluding Interest)	-	-
	6. Changes in Asset Ceiling	-	-
	b) Total Remeasurements Recognised (gains) / losses	(0.17)	(0.68)
5	Reconciliation of Balance Sheet Amount	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Balance Sheet (Asset)/Liability, Beginning of Period	4.54	4.27
	b) Total Charge/(Credit) Recognised in Profit and Loss	0.78	0.27
	c) Acquisition /Business Combination / Divestiture	-	-
	d) Benefit Payouts	(0.11)	-
	e) Balance Sheet (Asset)/Liability, End of Period	5.21	4.54
6	Actual Return on Plan Assets	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Expected return on plan assets	-	-
	b) Remeasurement on Plan Assets	-	-
	c) Actual Return on Plan Assets	-	-
7	Asset Category	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Government of India Securities (Central and State)	-	-
	b) High quality corporate bonds (including Public Sector Bonds)	-	-
	c) Equity shares of listed companies	-	-
	d) Real Estate / Property	-	-
	e) Cash (including Special Deposits)	-	-
	f) Other (including assets under Schemes of Insurance)	-	-
	g) Total	-	-
8	Current / Non-Current Bifurcation	(` in Lakhs)	
	Particulars	As at March 31, 2022	As at March 31, 2021
	a) Current liability	0.11	0.09
	b) Non-Current liability	5.10	4.45
	c) Net Liability	5.21	4.54

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9 Defined Benefit Obligation by Participant Status (` in Lakhs)

Particulars	As at March 31, 2022
a) Actives	5.21
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	5.21

10 Sensitivity Analysis (` in Lakhs)

Particulars	As at March 31, 2022
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.50)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	0.58
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	0.58
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(0.52)

23. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

i) Interest rate risk

There are no long term debt obligations of the company as on March 31, 2022.

ii) Foreign currency risk

The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Hence, no further disclosure is required under this section.

iii) Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is not exposed to credit risk as no operating activities (primarily trade receivables) and financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

i) Expected credit loss for financial assets

(` in Lakhs)

Particulars	As at March 31, 2022			As at March 31, 2021		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	180.00	-	180.00	180.00	-	180.00
Loan to employees	2.73	-	2.73	3.53	-	3.53
Cash and Cash Equivalents	1.11	-	1.11	4.06	-	4.06
Upfront premium	3,789.45	-	3,789.45	3,789.45	-	3,789.45

c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

Financial assets to which loss allowance is measured using 12 months expected credit loss (ECL) As at March 31, 2022

(` in Lakhs)

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total
Loans & advances from related parties	-	-	-	895.42	-	895.42
Audit fee payables	1.08	-	-	-	-	1.08
Expenses payables	0.23	-	-	-	-	0.23
Other liabilities	0.56	-	-	-	-	0.56

Financial assets to which loss allowance is measured using 12 months expected credit loss (ECL) As at March 31, 2021

(` in Lakhs)

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total
Loans & advances from related parties	-	-	863.54	-	-	863.54
Audit fee payables	1.10	-	-	-	-	1.10
Expenses payables	0.18	-	-	-	-	0.18
Other liabilities	0.28	-	-	-	-	0.28

24. CAPITAL MANAGEMENT

a) Risk management

The Company's objectives when managing capital are to:

- (i) Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of Dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during the financial year 2021-22 and 2020-21.

25. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(` in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Security deposits	180.00	180.00	180.00	180.00
Loan to employees	2.73	2.73	3.53	3.53
Cash and Cash Equivalents	1.11	1.11	4.06	4.06
Upfront premium	3,789.45	3,789.45	3,789.45	3,789.45
Total Financial Assets	3,973.29	3,973.29	3,977.04	3,977.04
Financial Liabilities				
Loans & Advances from Related Parties	895.42	895.42	863.54	863.54
Audit fee payables	1.08	1.08	1.10	1.10
Expenses payables	0.23	0.23	0.18	0.18
Other payables	0.56	0.56	0.28	0.28
Total Financial Liabilities	897.29	897.29	865.10	865.10

CHANGO YANGTHANG HYDRO POWER LIMITED

I. Fair Value Hierarchy

(` in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2022	Level 1	Level 2	Level 3
Financial assets at amortized cost:-				
Security deposits	180.00	-	-	180.00
Upfront premium	3,789.45	-	-	3,789.45
Total	3,969.45	-	-	3,969.45

(` in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2021	Level 1	Level 2	Level 3
Financial assets at amortized cost:-				
Security deposits	180.00	-	-	180.00
Upfront premium	3,789.45	-	-	3,789.45
Total	3,969.45	-	-	3,969.45

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- i. Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- ii. Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

26. The management is of the view that there is no reasonable or virtual certainty to recognise the deferred tax asset as the company has surrendered the project therefore as on date there is no probability of any taxable profit in future that will be available for the deferred tax assets to be utilised. Therefore, the company has not recognised deferred tax assets.

27. Due to various socio-legal issues and non-availability of the clearances from the appropriate authorities, the Board of Directors decided to surrender the project. Accordingly, the company submitted its letter dated 11th July 2017 to Directorate of Energy, Govt. of Himachal Pradesh for surrender of the project and refund of the entire upfront premium and security deposit paid on the project.

Directorate of Energy vide letter dated 03rd May 2018 had advised the company to make a presentation on 08th Jun 2018 with complete status followed by the meeting dated 12th Jun 2018. In the said meeting, it was decided that current situation at project site and concerned villages shall be assessed jointly by team of officers from DoE, Sr. Project Authority and District Administration to ascertain the ground realities with regard to the opposition of the local people towards implementation of Chango Yangthang HEP and to gather their views in this regard.

GoHP vide Notification dated 03rd Nov, 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project.

The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same. In view of this, CYHPL has reiterated its demand for refund of money along with interest. The management is confident of recovering fully the upfront premium and security deposit. The Company is in constant follow up with GoHP for refund of money.

28. ADDITIONAL REGULATORY INFORMATION

Following Ratios to be disclosed:-

Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Explanation
(a) Current ratio (in times)	Total current assets	Total current liabilities	0.00	0.01	The change in ratio is less than 25%
(b) Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.30	0.29	The change in ratio is less than 25%
(c) Debt Service Coverage Ratio, (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Adjustments Debt service = Interest and lease payments + Principal repayments	-	-	NA
(d) Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	(1.25%)	(1.13%)	The change in ratio is less than 25%
(e) Inventory turnover ratio,	Cost of Goods Sold	Average Inventory	-	-	N.A
(f) Trade Receivables turnover ratio, (in times)	Revenue from operations	Average trade receivables	-	-	N.A
(g) Trade payables turnover ratio, (in times)	Cost of equipment and software licences + Other Expenses	Average trade payable	-	-	N.A
(h) Net capital turnover ratio, (in times)	Revenue from operations	Average working capital (i.e. Total current assets Less Total Current liabilities)	-	-	N.A
(i) Net profit ratio, (in %)	Profit for the year	Revenue from operations	0.00%	0.00%	The change in ratio is less than 25%
(j) Return on Capital employed, (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	(1.22%)	(1.09%)	The change in ratio is less than 25%
(k) Return on investment. (In %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	N A

29. The Board, in order to realign the relation between assets and share capital of the Company and to accurately and fairly reflect the assets and liabilities of the Company in its books of accounts and for better presentation of the financial position of the Company, decided to reduce its share capital from ` 10 per share to ` 5 per share and accordingly filed an application with NCLT after getting requisite approval from the shareholders in the Extra Ordinary General Meeting held on 15th December, 2017.

The Hon'ble NCLT vide its order dated 08th August, 2018 approved the reduction of paid up share capital ` 6,000.00 Lakhs divided into 600.00 Lakhs share of ` 10 each to ` 3,000.00 Lakhs divided into 600.00 Lakhs share of ` 5 each.

30. MATERIAL UNCERTAINTIES RELATING TO GOING CONCERN

The company has written off Capital Work in progress during the year 2017-2018 ` 2,713.18 Lakhs on account of board decision to surrender the Chango Yangthang HEP(180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to the below main reasons/events.

Delay and uncertainty in project execution

- Local Unrest - The Company has closed the project office and stop all site activities again due to continuous unrest from the local villagers and habitants from the villages of Project Area. Security and safety issues of the employees and other assets of the company have also become important now.
- Protests & representations by the local panchayats and Sangharsh Samiti is continued.
- The State Pollution Control Board has not been able to conduct the public hearing for the project in last two years despite the completion of all formalities from our side.

Long Delay in Government Approvals and licenses lapse:

- The proposal for forest clearance lying pending with the office of the Nodal Officer, State Forest Department, Shimla for want of FRA Certificates for almost two & half years.
- The application for NOC from Ministry of Home Affairs was submitted by us to Government of Himachal Pradesh vide our letter dated 27th July 2011.
- It's a border area project and require the clearance from Ministry of Defence, Government of India. The application for NOC from Ministry of Defence was filed on 20th December 2012.
- TEC and TOR from MoEF has expired or is expiring shortly.

Since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities, the company requested for refund of security deposit and upfront premium paid for the project amounting to ` 3,969.45 Lakhs. In response to the request dated 1 February, 2018 the

CHANGO YANGTHANG HYDRO POWER LIMITED

Government has not considered the request of Company for surrender of the Project and refund of the Premium and Security. However, GoHP mentioned that the company can apply for the extension in time lines without levy of the extension fees till the ground situation become favorable towards implementation of Hydro Electric Projects. The Company on 16th February, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP vide Notification dated 03rd Nov 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL.

During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project. The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

This company was incorporated as a Special Purpose Vehicle for above said 180MW HEP project and is a wholly owned subsidiary of Bhilwara Energy Limited (BEL) with no external debt.

31. OTHER STATUTORY INFORMATION:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (vi) All the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- (vii) The Company have not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
- (viii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

32. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure in accordance with implementation of amendments in schedule III of IND AS.

33. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term Security Deposits and Upfront premium in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 05, 2022.

Signed in terms of our report of even date

For **Jain Raj Associates**
Chartered Accountants
Firm Regn. No: 007535N

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

P K Jain
Partner
Membership No. 086396

Riju Jhunjunwala
Director
DIN-00061060

O.P. Ajmera
Director
DIN: 00322834

Place: Noida (U.P.)
Date: May 05, 2022

Sushil Kumar
Chief Financial Officer

Naveen Kumar Vaid
Company Secretary
M.No.-A38996

ANNUAL REPORT
OF
**BALEPHI JALVIDYUT COMPANY LTD.
(NEPAL)**

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Riju Jhunjhunwala
Mr. Rishabh Jhunjhunwala
Mr. S. C. Sanghai
Mr. T. C. Agarwal
Mr. O. P. Ajmera

STATUTORY AUDITORS

Vikash Todi & Associates
Chartered Accountants,
Nepal

BANKERS

Everest Bank Limited, Nepal
NIC Asia Bank Ltd., Nepal
Nepal Investment Bank Ltd., Nepal
Global IME Bank Ltd.
Sunrise Bank Ltd.

REGISTERED OFFICE

District Kathmandu,
Wada No. 31, Putalisadak,
Kathmandu Mahanagarpalika,
Kathmandu.

INDIA OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301, U. P., India
Phone: 0120-4390300
Fax: 0120-2536268

INDEPENDENT AUDITORS' REPORT

Dear Shareholders,

We have audited the accompanying financial statement of **Balephi Jalvidhyut Company. Ltd** comprising of balance sheet as of 31 March, 2022, the income statement, & statement of cash flow for the period from April 01, 2021 to March 31, 2022. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Nepal Standards on Auditing (NSAs) or relevant practices. These Standards or relevant practices require that we plan & perform audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on test basis, evidence supporting the amounts & disclosure in the financial statement. An audit also includes assessing the accounting principles used & significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis of our opinion.

We have examined the attached Financial Statements and report that:

1. We have obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit,
2. In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of such books,
3. In our opinion, the balance sheet, Income statement & statement of cash flow comply with the books of accounts maintained by the company,
4. In our opinion & to the best of our information & according to explanation given to us & from our examination of the books of accounts of the company, we have not come across the cases where the board or any member thereof or any employee there of or any employee of the company has acted contrary to the provision of the law or caused loss or damage to the company or misappropriated the funds of the company.

In our opinion, the financial statements give true & fair view of the financial position of the company as of March 31, 2022, and its cash flow and Changes in Equity for the period from April 01, 2021 to March 31, 2022.

CA. Vikash Todi

For and on behalf
Vikash Todi & Associates
Chartered Accountants

Date: May 22, 2022
Place: Kathmandu, Nepal

BALANCE SHEET AS AT MARCH 31, 2022

		(Nepali `)	
Particulars	Schedules	As on March 31, 2022	As on March 31, 2021
EQUITY & LIABILITIES			
Shareholders' Fund			
Share Capital	1	267,066,700	267,066,700
Reserve & Surplus	2	(38,319,404)	(38,253,099)
Total Shareholders' Fund [A]		228,747,296	228,813,601
Non-Current Liabilities			
Mid-term & Long term Loans			
- Secured		-	-
- Unsecured		-	-
Deferred Tax Liabilities		-	-
Total Mid-Term & Long Term Loans [B]		-	-
Current Liabilities			
Trade & Other Payables	3	44,797,349	39,955,049
Provisions	4	-	-
Total Current Liabilities [C]		44,797,349	39,955,049
Total Equity & Liabilities [A+B+C]		273,544,645	268,768,649
ASSETS			
Non Current Assets			
Property, Plant & Equipments	5	10,800,734	10,844,547
Work-in-progress		-	-
Investment in Share		-	-
Deferred Tax Assets		-	-
Total Non Current Assets [D]		10,800,734	10,844,547
Current Assets			
Inventory		-	-
Trade & Other Receivables	6	723,209	723,193
Cash and Bank Balance	7	481,199	365,407
Prepaid expenses, Advances & Deposits	8	9,925,993	9,925,993
Total Current Assets [E]		11,130,401	11,014,592
Other Assets			
Expenses Pertaining to Capitalization	9	251,613,510	246,909,510
Total Other Assets [F]		251,613,510	246,909,510
Total Assets [D+E+F]		273,544,645	268,768,649
Significant Accounting Policies and Notes to the Accounts	11		

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date.

S.C. Sanghai
Director

Date: April 22, 2022
Place: Kathmandu, Nepal

CA Vikash Todi
Proprietor
Vikash Todi & Associates
Chartered Accountants

INCOME STATEMENT FOR THE PERIOD FROM APRIL 01, 2021 TO MARCH 31, 2022

(Nepali `)			
Particulars	Schedules	Current Year	Previous Year
Income			
Sales		-	-
Less: Cost of goods sold		-	-
Gross Profit		-	-
Other Income			
Miscellaneous Income		72	-
Interest Income		37	368
Total Income [A]		109	368
Expenditures			
Indirect Expenses	10	22,600	248,880
Expenses Pending for Capitalisation		-	-
Depreciation on Fixed Assets		43,813	55,317
Total Expenditures [B]		66,413	304,197
Profit Before Income Tax [A-B]		(66,304)	(303,829)
Provision for Income Tax		-	-
Net Profit/(Loss) for the Year		(66,304)	(303,829)
Significant Accounting Policies and Notes to the Accounts	11		

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date.

S.C. Sanghai
Director

Date: April 22, 2022
Place: Kathmandu, Nepal

CA Vikash Todi
Proprietor
Vikash Todi & Associates
Chartered Accountants

CASH FLOW STATEMENT FOR THE PERIOD FROM APRIL 01, 2021 TO MARCH 31, 2022

Particulars	(Nepali `)	
	For the period ending on March 31, 2022	For the period ending on March 31, 2021
Cash flow from operating Activities		
1. Net Profit/ Loss before tax and extraordinary items	(66,304)	(303,829)
Add:		
Depreciation & Write Offs	43,813	55,317
Interest expense	-	-
Decrease(Increase) in Pre-Operating Expenses Pending for Capitalisation	(4,704,000)	-
2. Operating Cash flow before Change of Working Capital		
Decrease(Increase) in Current assets (Other than Cash & Bank Balance)	(16)	(54)
Increase (Decrease) in Current liabilities	4,842,300	133,800
Interest paid	-	-
Tax paid/refund	-	-
Income/ (Expense) from extraordinary items	-	-
Net Cash flow from Operating Activities (A)	115,793	(114,767)
Cash flow from Investing Activities		
Interest /Dividend received	-	-
Sale (Purchase) of Fixed assets or Investment	-	-
Net cash flow from Investing Activities (B)	-	-
Cash flow from Financing Activities		
Issue of shares (except bonus shares)	-	-
Pending Share Application Money	-	-
Dividends paid	-	-
Conversion of Pending Share Application Money into Share Capital	-	-
Net cash flow from Financing Activities (C)	-	-
Net Increase(Decrease) in cash and cash equivalents = (A+B+C)	115,793	(114,767)
Cash and cash equivalents at the beginning of the year	365,407	480,174
Cash and cash equivalents at the end of the year	481,199	365,407
Significant Accounting Policies and Notes to the Accounts	11	

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date.

S.C. Sanghai
Director

Date: April 22, 2022
Place: Kathmandu, Nepal

CA Vikash Todi
Proprietor
Vikash Todi & Associates
Chartered Accountants

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD FROM APRIL 01, 2021 TO MARCH 31, 2022

Particulars	(Nepali `)			
	Share Capital	General Reserve	Retained Earnings	Total
Opening Balance (April 01, 2021)				
Share Capital	267,066,700	(38,253,099)	-	228,813,601
During the Period (from April 01, 2021 to March 31, 2022)				
Profit & Loss during the year	-	(66,304)	-	(66,304)
Issue of Share Capital				
Closing Balance (March 31, 2022)	267,066,700	(38,319,404)	-	228,747,296

Significant Accounting Policies and Notes to the Accounts 11

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date.

S.C. Sanghai
Director

Date: April 22, 2022
Place: Kathmandu, Nepal

CA Vikash Todi
Proprietor
Vikash Todi & Associates
Chartered Accountants

SCHEDULE TO FORMING PART OF FINANCIAL STATEMENT AS ON MARCH 31, 2022

SCHEDULE - 1 : SHARE CAPITAL

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
Authorized		
Equity Share		
15,000,000 Shares @ 100 Per Share	1,500,000,000	1,500,000,000
Issued		
Equity Share		
15,000,000 Shares @ 100 Per Share	1,500,000,000	1,500,000,000
Called and Subscribed		
Equity Share		
2,670,667/- Shares @ 100/Share	267,066,700	267,066,700
Paid Up		
Equity Share		
2,670,667/- Shares @ 100/Share	267,066,700	267,066,700
Total	267,066,700	267,066,700

SCHEDULE - 2 : RESERVE & SURPLUS

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
Retained earning up to previous year	(38,253,099)	(37,949,270)
Profit/loss generated during this period	(66,304)	(303,829)
Total	(38,319,404)	(38,253,099)

SCHEDULE - 3 : TRADE & OTHER PAYABLES

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
TDS Payable	-	-
P.L. Sanghai	956,999	956,999
S.C.Sanghai	2,437,000	2,317,000
G.L. Sanghai	8,485,000	8,485,000
Arpit Agrawal	400,000	400,000
Birendra Kumar Sanghai	1,600,000	1,600,000
Kiran Devi Sanghai	700,000	700,000
Manju Devi Sanghai	1,850,000	1,850,000
Nikunj Agrawal	400,000	400,000
Ram Chandra Sanghai	1,600,000	1,600,000
Sushila Devi Shanghai	1,750,000	1,750,000
Triveni Hydro Power Pvt Ltd	17,045,300	17,045,300
Nitesh Agrawal	2,700,000	2,700,000
Green Ventires Ltd	4,700,000	-
Audit Fee Payable	173,050	150,750
Total	44,797,349	39,955,049

SCHEDULE - 4 : PROVISIONS

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
Provision for income Tax	-	-
Other Provisions	-	-
Total	-	-

BALEPHI JALVIDHYUT COMPANY LTD

SCHEDULE - 5 : STATEMENT OF FIXED ASSETS

(Nepali `)

Particulars	Dep. Rate	Cost Price (Gross Block)				Depreciation				Balance (Net Block)	
		Balance as on April 01, 2021	Addition During the Period	Sales/ Transferred During the period	Balance as on March 31, 2021	Accumulated upto March 31, 2021	For The Period	Sales/Adjus. During the Period	Accumulated upto March 31, 2022	Balance as on March 31, 2022	Balance as on March 31, 2021
Pool "A"											
Land Purchased	-	10,616,577	-	-	10,616,577	-	-	-	-	10,616,577	10,616,577
Total		10,616,577	-	-	10,616,577	-	-	-	-	10,616,577	10,616,577
B. Building											
Leasehold Developments	5%	-	-	-	-	-	-	-	-	-	-
Total		-	-	-	-	-	-	-	-	-	-
Pool "B"											
Computer	25%	486,084	-	-	486,084	472,951	3,283	-	476,234	9,850	13,133
Site Furnitures & Equipments	25%	732,079	-	-	732,079	709,793	5,571	-	715,365	16,714	22,286
Office Equipments	25%	366,549	-	-	366,549	346,955	4,899	-	351,853	14,696	19,594
Furniture & Fixtures	25%	756,866	-	-	756,866	715,701	10,291	-	725,992	30,874	41,165
Total		2,341,578	-	-	2,341,578	2,245,400	24,044	-	2,269,445	72,133	96,178
Pool "C"											
Vehicle	20%	-	-	-	-	-	-	-	-	-	-
Total		-	-	-	-	-	-	-	-	-	-
Pool "D"											
Office Generator - 25KVA	15%	590,484	-	-	590,484	467,394	18,463	-	485,858	104,626	123,090
Current Measurement Machine	15%	113,904	-	-	113,904	105,201	1,305	-	106,507	7,397	8,703
Total		704,388	-	-	704,388	572,595	19,769	-	592,364	112,023	131,792
This period end Balance		13,662,543	-	-	13,662,543	2,817,996	43,813	-	2,861,809	10,800,734	10,844,547

SCHEDULE - 6 : TRADE & OTHER RECEIVABLES

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
Advance Income Tax	723,209	723,193
Total	723,209	723,193

SCHEDULE - 7 : CASH & OTHER BALANCE

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
Cash Balance [Petty Cash]	-	-
Everest Bank A/C No. 00100105200971	193,672	193,672
Global IME Bank Ltd. A/C No. 7501010000115	15,498	15,465
NIB Acc. No. 01201020013157	66,683	70,983
NIC Asia Bank Ltd. A/c No.	13,386	13,327
Sunrise Bank	191,960	71,960
Total	481,199	365,407

SCHEDULE - 8 : PREPAID EXPENSES, ADVANCES, LOANS AND DEPOSITS

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
Advance to purchase land		
Anand Kumari Sarki	896,485	896,485
Chandra Silwal	20,000	20,000
Hup Bahadur Bisuke	896,485	896,485
Khadga Bahadur Bisuke	896,485	896,485
Mega Star Reality Pvt. Ltd.	7,216,538	7,216,538
Total	9,925,993	9,925,993

SCHEDULE - 9 : EXPENSES PERTAINING TO CAPITALIZATION

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
Upto Previous Period	246,909,510	246,909,510
During current period(Schedule 9A)	4,704,000	-
Less: Transfer to Profit & Loss	-	-
Total	251,613,510	246,909,510

SCHEDULE - 9A : EXPENSES DURING THE YEAR

(Nepali `)

Particulars	Current Year	Previous Year
License & Registration Expenses:	4,704,000	-
Survey/Project Report Expenses:	-	-
Total for this Period	4,704,000	-

SCHEDULE - 10 : ADMINSTRATIVE EXPENSES

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
Audit Fees	22,600	135,600
Bank Charges	-	113,280
Total	22,600	248,880

DETAILS OF ADVANCE TAX

(Nepali `)

Particulars	As on March 31, 2022	As on March 31, 2021
NIC Asia Bank Ltd.	485,860	485,880
NMB BANK LTD.	176,208	176,208
NIB Bank Ltd. 012-01020015066 (4528100)	15,324	15,249
Global IME Bank Ltd.	45,816	45,801
TOTAL	723,209	723,138

DETAIL OF SHARE CAPITAL

(Nepali `)

Particulars	Amount
Triveni Hydropower Pvt. Ltd.	1,754,700
Bhilwara Energy Ltd.	256,000,000
Purushottam Lal Shanghai	25,000
Sushila Devi Sanghai	25,000
Subhash Chandra Sanghai	37,000
Kiran Sanghai	50,000
Birendra Kumar Sanghai	50,000
Manju Devi Sanghai	25,000
Govind Lal Sanghai	50,000
Ram Chadra Sanghai	50,000
Triveni Energy Pvt. Ltd.	9,000,000
TOTAL	267,066,700

BALEPHI JALVIDHYUT COMPANY LTD

SCHEDULES TO & FORMING PART OF FINANCIAL STATEMENTS AS ON 31.03.2022

SCHEDULE:11 SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS

A. Significant Accounting Policies:

1. Corporate Information

Balephi Jalbidhyut Co. Ltd was registered under the Companies Act, 2053 with registration no 857/060-61 dt 17.07.2060 as a public company with register office at Triveni Complex, Putalisadak. The company was licensed by Department of Electricity Development for Balephi Hydro project at Sindupalchok District with capacity of 50 MW however as per letter dt 2073/03/13 of Department of Electricity Development capacity has been reduced to 23.52 MW. The Company has obtained the Generation License from Department of Electricity Development on 2073/12/16 (29/03/2017).

2. Accounting Conventions

The Financial Statements are prepared under historical cost conventions following accrual basis of accounting. The company's financial statements are presented in Nepalese Rupees as the functional currency. Financial statements of company is prepared in accordance with Nepal Accounting Standards (NAS) except otherwise stated.

3. Accounting period

The financial statements cover period from April 1, 2021 to March 31, 2022.

4. Use of estimates

The preparation of financial statements in conformity with NAS/Generally Accepted Accounting Practices requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Differences between actual and estimates are recognized in the period in which the results are known/materialized.

5. Basis of Accounting

Except otherwise stated income & expenditure are recognized following accrual basis of accounting.

6. Fixed Assets

Fixed Assets are stated at cost less depreciation and the cost include all the expenses incurred up to putting the assets into use.

7. Depreciation

Depreciation has been charged on fixed assets as per diminishing balance method and the rates & procedure as prescribed in Income Tax Act, 2058.

8. Going Concern

The Financial Statements are prepared on the assumption that the Company is a going concern.

9. Current (Income) Tax

Provision for current (income) tax is recognized as per applicable provisions of Income Tax Act 2058 & Rules, 2059 along with amendments that are applicable in particular income year.

10. Deferred Tax

Deferred taxes are recognized on temporary differences that arise among financial accounts and tax accounts. A deferred tax asset is recognized on future deductible difference whereas deferred tax liability is recognized on future taxable difference arising as on balance sheet date. In current financial year deferred tax has not been recognized as the company is in construction phase.

11. Exchange rate

Transactions in foreign currency are recognized at the exchange rates prevailing on the date of transactions. All monetary items in balance sheet which are required to be settled in foreign currency are translated applying exchange rates prevailing on the balance sheet date.

B. NOTES TO ACCOUNTS

1. Pre-operating Expense

Pre-operating expenses have been booked in expenses pertaining to capitalization since the company is in construction phase and it will be capitalized accordingly at the same time as the power production will commence.

2. Related Party Transaction

Name	Relation	Transaction
Purushottam Lal Sanghai	Shareholder	Payable of ` 956,999/-
Subhash Chandra Sanghai	Shareholder	Payable of ` 2,437,000/-.
Govind Lal Sanghai	Shareholder	Payable of ` 84,85,000/-.
Mega Star Reality Pvt Ltd	Two common directors	Receivable of ` 72,16,538 for payment of advance to purchase land.
Triveni Hydro Power Pvt Ltd	Shareholder	Payable of ` 1,70,45,300/-
Green Ventures Ltd	Common shareholders	Payable of ` 47,00,000/-

Annual Report 2021-22

3. Mr. Trilock Chandra Agrawal, Mr. Subhash Chandra Sanghai & Mr. Ashok Kumar Agrawal have given personal Bank Guarantee of NRs. 14,160,000/- through Sunrise Bank to Nepal Electricity Authority on behalf of company for the PPA purpose.

4. **Regrouping of figures**

Previous year figures have been re-grouped/re-arranged wherever necessary.

As per our report of even date.

S.C. Sanghai

Director

Date: April 22, 2022

Place: Kathmandu, Nepal

CA Vikash Todi

Proprietor

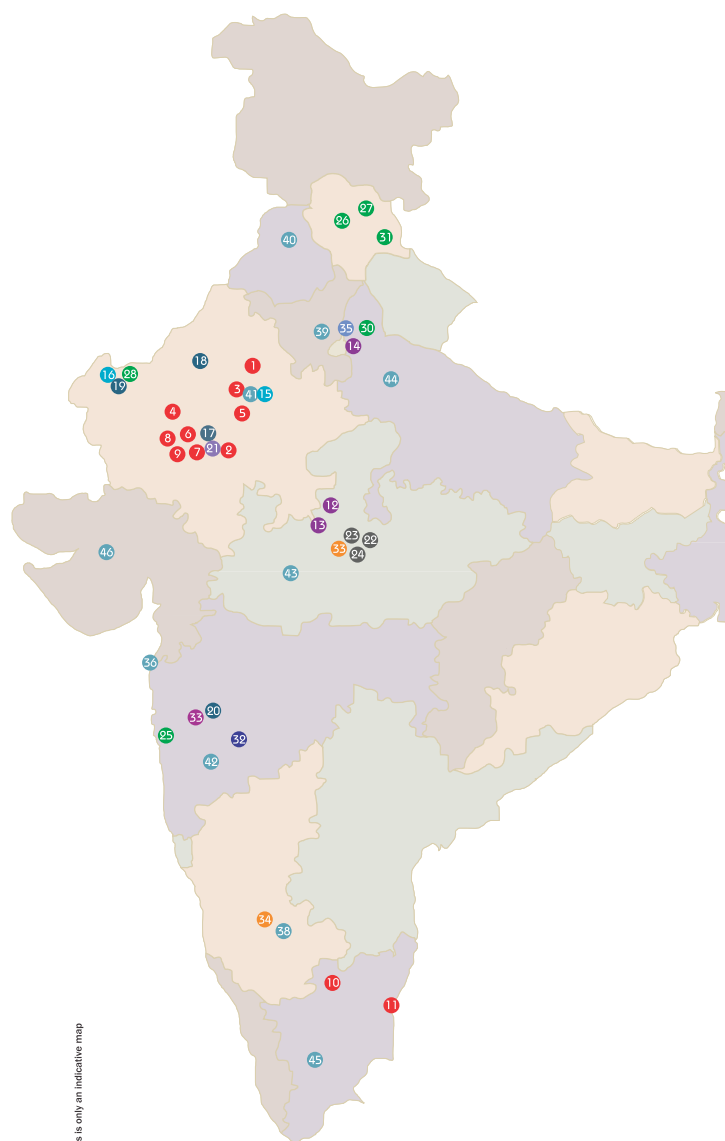
Vikash Todi & Associates

Chartered Accountants



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PRIVILEGED TO BE GLOBAL

Nationwide Network



TEXTILES

RSWM Limited

1. Kharigram
2. Mayur Nagar, Banswara
3. Mandpam
4. Kanya Kheri
5. Rishabhdev
6. Ringas
7. LNJ Nagar, Mordi
8. LNJ Nagar, Mordi

Fibre Dyeing, Spinning Dyed & Grey Yarn
Spinning PV Blended, Cotton & Open End Grey Yarn
Melange Yarn, Fibre Dyed & Yarn Dyed
Melange Yarn, Fibre Dyed & Yarn Dyed
Spinning PV Blended Grey Yarn
Fibre Dyeing & Spinning Dyed Yarn, Green Polyester Fibre
Spinning, Weaving, Processing & Finishing
Cotton Ring & Open End Spinning, Weaving & Rope, Dyeing,
Processing & Finishing Denim Fabric and Readymades
Thermal Power Generation
Cotton Spinning and Gassed Yarn
Cotton Yarn Twisting

Maral Overseas Ltd.

12. Maral Sarovar
13. Maral Sarovar
14. Noida

Cotton Spinning, Yarn Dyeing, Knitting, Dyeing & Finishing
Captive Thermal Power
Knitted Garments

BSL Ltd.

15. Bhilwara
16. Jaisalmer

PV & Worsted Spinning, Weaving & Silk Fabric
Wind Power Generation

BMD Pvt. Ltd.

17. LNJ Nagar, Mordi
18. Bikaner
19. Jaisalmer
20. Satara

Automotive Furnishing Fabric, Flame Retardant
Fabric, Furnishing Fabric
Solar Power Generation
Wind Power Generation
Wind Power Generation

Bhilwara Technical Textiles Ltd.

21. LNJ Nagar, Mordi

Technical Textiles

GRAPHITE

HEG Ltd.

22. Mandideep
23. Mandideep
24. Tawa

Graphite Electrodes
Captive Thermal Power
Captive Hydro Electric Power

POWER

Bhilwara Energy Ltd.

25. Kolhapur

Wind Power Generation

Malana Power Company Ltd.

26. Malana (Kullu)

Hydro Electric Power Generation

AD Hydro Power Ltd.

27. Manali

Hydro Electric Power Generation

BG Wind Power Ltd.

28. Jaisalmer

Wind Power Generation

NJC Hydro Power Ltd.

29. Tawang

Hydro Electric Power Generation

Indo Canadian Consultancy Services Ltd.

30. Noida

Power Engineering Consultancy Services

Chango Yangthang Hydro Power Ltd.

31. Kinnaur

Hydro Electric Power Generation

BMD Power Private Limited

32. Vhaspath (Maharashtra)

Wind Power Generation

INFORMATION TECHNOLOGY

Bhilwara Infotechnology Ltd.

33. Bhopal
34. Bengaluru

IT Services/Medical Transcription Services
IT Services/Medical Transcription Services

OFFICES

Corporate Office

35. Noida (NCR-Delhi)

Regional / Marketing :

- | | | | |
|---------------|---------------|------------------|---------------|
| 36. Mumbai | 39. New Delhi | 42. Ichalkaranji | 45. Tirupur |
| 37. Kolkata | 40. Ludhiana | 43. Indore | 46. Ahmedabad |
| 38. Bengaluru | 41. Bhilwara | 44. Kanpur | |



BHILWARA ENERGY LIMITED

CIN : U31101DL2006PCL148862

Corporate Office:

Bhilwara Towers, A-12, Sector-1

NOIDA - 201301 (NCR Delhi), India

Website : www.bhilwaraenergy.com / www.lnjbhilwara.com



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PRIVILEGED TO BE GLOBAL**



**Nurturing Sustainability and
Safeguarding Environment**



ANNUAL REPORT 2020-21



BHILWARA ENERGY LIMITED

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Annual Report of Subsidiaries

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AD Hydro Power Limited	249
Indo Canadian Consultancy Services Limited	311
BG Wind Power Limited	353
NJC Hydro Power Limited	401
Chango Yangthang Hydro Power Limited	447
Balephi Jalbidhyut Company Ltd., Nepal	493

Corporate Information

BOARD OF DIRECTORS

Mr. Ravi Jhunjunwala, Chairman
Mr. Riju Jhunjunwala, Managing Director
Mr. Rishabh Jhunjunwala, Managing Director
Dr. Kamal Gupta
Ms. Niharika Bindra

KEY EXECUTIVES

Mr. O. P. Ajmera, President & CEO
Mr. Krishna Prasad, CFO

COMPANY SECRETARY

Mr. Ravi Gupta

TECHNICAL CONSULTANTS

M/s RSW Inc., Canada (Subsidiary of AECOM)
M/s Indo Canadian Consultancy Services Limited

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

INTERNAL AUDITORS

M/s BGJC & Associates, LLP
Chartered Accountants,
New Delhi

BANKERS

YES Bank Limited
HDFC Bank Limited
AXIS Bank Limited
State Bank of India
Punjab & Sind Bank

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi-110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector-1,
Noida -201 301 (NCR Delhi)

CIN: U31101DL2006PLC148862



Chairman's Message

Dear Shareholders,

We all have braved last one and half years in extraordinary conditions. During this period we have witnessed a global pandemic, a global recession coupled with actions like two complete lockdowns.

There is no denying of the fact that while COVID-19 has challenged every nation, India's size and population density made it a harsher challenge. Indeed, the pandemic froze economic priorities and forced the world to divert time and resources to manage the crisis, as did India.

Despite unprecedented challenges and amidst all difficulties, your Company kept on serving the Nation by running its power stations efficiently. Our power Projects (Hydro & Wind) continued its operation at all times even during lockdown period after complying with the guidelines issued by the Central and State Govt. and following all precautions to ensure the health and safety of employees.

I am indeed delighted to inform our members that despite the challenges caused due to Covid-19 during the financial year 2020-21, the

operations of the Hydro and wind Power Projects were satisfactory. During FY 2020-21, Allain Duhangan 192 MW HEP generated 640.51 Million kWh and Malana 86 MW HEP generated 337.93 Million Kwh. The generation from 14 MW Wind project in Maharashtra is 18.54 Million Kwh and from 20 MW wind project in Rajasthan is 18.82 Million Kwh.

The slowdown caused by first and second wave of Covid-19 is now slowly opening up and all India power consumption is showing an increasing trend. Peak power demand has touched the milestone figure of 200 GW in July 2021 itself and it can be ascertained that the peak power demand will increase further in near future thereby creating more opportunities for Merchant Power Plants in catering such increased demand for power. However, any resurgence in infections leading to lockdown restrictions would remain a key downside risk for the demand.

Hydropower is gaining a lot of traction amongst the policy makers and there is a positive vibe about the sector. In order to speed up the development of hydro power, from time to time, the Govt. of India has been taking policy

initiatives. Recently Ministry of Power (MoP) has declared large hydropower projects including pumped storage projects as renewable energy source and ministry also announced the trajectory for Hydro Purchase Obligation (HPO) from eligible Large Hydro Projects.

Renewable Energy being the major thrust area under power sector development, has seen a consistent and significant capacity addition over the years. Renewable Energy currently constitutes 24.7% (Mar'21) of the overall installed capacity compared to 3.3% share in 2002. As of March 2021, India's Renewable Energy installed capacity stood at 94.43 GW.

The growing acceptance of the need to cut carbon emissions has made the renewable energy sector more progressive and appealing.

With 1.5 GW of installations in FY21, India was the second leading country in the Asia-Pacific region after China, in wind energy installations. India is today the world's fourth-largest onshore wind market in terms of wind energy installations, with 39.24 GW of wind capacity as on March 31, 2021. As per the report of the National Institute of Wind Energy, India has a total potential for 695 GW of wind energy at 120 m hub height. Wind energy today accounts for more than 10% of the overall installed power capacity in India and more than 42% of the renewable energy capacity in the country.

However, the installations of wind power projects in India have decelerated in the last few years. A total of 1.5 GW of wind energy installations were carried out in FY 21, which is 30% less as compared to FY 20 which was a low volume year as well. Factors relating to low tariffs, grid, land availability, payment issues for renewable energy projects and the COVID-19 pandemic have all led to and amplified this decline in installations in FY 21.

Being the world's third largest energy producer and third largest consumer of electricity, the energy demand in India is all set to grow by 6-7% year-on-year over the next decade.

Going forward, energy dynamics are changing with the increasing share of renewable power. This may lead to voltage & frequency fluctuations as well as demand –supply mismatch. Thus energy demand and supply dynamics, transmission system capabilities and grid balancing mechanism need to be addressed. Energy Storage System (ESS) could play a significant role to act as ancillary reserves for managing fluctuations in renewable power generation at the grid level.

Our Company have been diligently following the Corporate Social Responsibility policies. As part of their initiatives under Corporate Social Responsibility (CSR), the Company through its subsidiary companies have undertaken projects in the areas of promotion of Education, taking initiatives towards Community Service and rural development, Healthcare, Plantation & Environmental Development, Protection of art, culture etc. During the financial year 2020-21, an amount of Rs 11.12 million was spent as CSR expenditure and further Rs.12.80 million has been earmarked for long term projects.

I would like to express my gratitude to all stakeholders, business partners, customers and various Ministries of Govt. of India, especially Ministry of Power for providing valuable guidance and support in our efforts. I would also like to thank various State Government(s) for all the support they had extended to our businesses. I would also like to place on record my sincere appreciation to my esteemed colleagues on the Board for their continued support.

Last but not the least, I thank all the employees without who's continuous and untiring efforts, none of this would have been possible.

With Best Regards,

Ravi Jhunjunwala
Chairman

Proven record of excellence...

Bhilwara Energy Limited (BEL) is the flagship Company in the power sector of the LNJ Bhilwara Group. The Group is one of India's most credible and trusted with turnover of INR 5,688 Crores (\$766 Million) as on 31st March, 2021.

Being the principal Company for all its power ventures globally, BEL is focusing on the Group's portfolio in power business and power generation.

The Company has the marquee partners such as Statkraft, Norway, AECOM (RSW Inc.), Canada and International Finance Corporation, Washington.

The Company's subsidiary, Indo Canadian Consultancy Services Limited, has expertise in power project consultancy in hydro and thermal projects.



Our Projects...

The Company is a team of highly experienced and qualified professionals which have the capability of executing complex projects in the renewable energy segment.

BEL has two hydroelectric projects and two wind power projects:

- 86 MW Malana HEP in Himachal Pradesh
- 192 MW Allain – Duhanagan HEP in Himachal Pradesh
- 14 MW Wind Power Project in Bhendewade, Maharashtra
- 20 MW Wind Power Project in Jaisalmer, Rajasthan



Capacity to nurture more...

The Company has developed the best practices by its commitment to achieving excellence in the Quality of generation and supply of dependable power to its customer and nurturing sustainability and safeguarding the environment.

As recognition of its focus towards, Occupational Health & Safety, Environment and Quality aspects, AD Hydro Power Ltd. has established Occupational Health & safety management system, Environment Management System & Quality Management System compatible to ISO 45001:2018, ISO 14001:2015 & ISO 9001:2015 respectively,

Malana Power Company Ltd. is also an ISO 45001:2018, ISO 14001:2015 & ISO 9001:2015 certified company, compliant with the requirement of these Occupational Health & safety, Environment Management System & Quality Management System respectively.



CSR Initiatives...

During the year, various CSR activities have been undertaken by the subsidiary companies in the field of Education, Women Empowerment, Rural Development, Environment Protection & Sustainability, Health Care and supporting various causes for the betterment of lives.

- **Gist of CSR Activities during FY 2020-21:**

Recognition to Corona Warriors

ADHPL Management extended its gratitude by appreciating the contribution made by the corona warriors towards the COVID-19 pandemic.



FREE COVID-19 TESTING

Free Covid-19 testing camp was organised at ADHPL site.



- **Women Empowerment —**
MPCL assists New Aajivika
Self Help Group

Women plays a crucial role towards the upliftment of the society at large. Our Companies have also taken great initiatives towards the empowerment of the women. One such initiative is MPCL sewing training (cutting & tailoring) and support Ajeevika - Self-sustained model for women to earn their livelihood.



SUPPORTING LABOURERS DURING THE COVID-19 PANDEMIC BY PROVIDING FOOD ITEMS

एडी परियोजना प्रीणी ने प्रवासी मजदूरों को बांटी खाद्य सामग्री



मनाली में एडी परियोजना प्रीणी ने 50 प्रवासी मजदूर परिवारों को बांटी खाद्य सामग्री

मनाली, (रेणुका गोस्वामी)। कोरोना वायरस महामारी से जारी जंग में हर कोई अपने स्तर पर सहयोग दे रहा है। कोरोना संकट किसी त्रासदी से कम नहीं है। मनाली की एडी जलविद्युत परियोजना ने भी मदद को हाथ बढ़ाए है। परियोजना प्रबंधन ने 50 प्रवासी मजदूर परिवारों को खाद्य सामग्री आर्वाइट की है। उन्होंने यह खाद्य सामग्री जगतसुख पंचायत के प्रधान जीवन नेगी व पंचायत प्रतिनिधियों के नेतृत्व में जरूरतमंद 50 परिवारों को खाद्य सामग्री उपलब्ध करवाई है। लॉक डाउन से पहले मनाली में बाहरी राज्यों के मजदूर काम के सिलसिले में मनाली आ गए थे लेकिन लॉक डाउन लग जाने से उनकी दिक्कत बढ़ गई। मंत्री गोविंद ठाकुर के आग्रह पर बहुत से लोग आपदा की इस घड़ी में अपना योगदान दे रहे हैं। एडी जलविद्युत परियोजना प्रीणी के महा प्रबंधक आरके खेतान ने लोगों से आग्रह किया कि वो लॉक डाउन का पालन करें तथा सोशल डिस्टेंस बनाए रखें। उन्होंने कहा कि संकट की इस घड़ी में गरीब व जरूरतमंद लोगों के लिए हर व्यक्ति को आगे आना चाहिए। उन्होंने भी सभी दानी सज्जनों से निवेदन किया कि इस महामारी से लड़ने हेतु सभी अपना योगदान अवश्य करें।

WORLD ENVIRONMENT DAY

World environment day was celebrated at ADHPL site on 5th June, 2020.



ADHPL did plantation of 360 Deodar plants in Dist. Kullu



- **MPCL took a noble step towards the construction the top floor of Divya Manav Jyoti Anathalya Trust, Dehar (Bilaspur, HP)**



- **GREENERY DEVELOPMENT IN AND AROUND TO PREVENT LAND/SOIL EROSION**

MPCL has always been proactive in environment protection and sustainability in regard to which MPCL did plantation of 700 Deodar plants in Dist. Kullu.



DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2020-21

The Members

Bhilwara Energy Limited

Dear Members,

Your Directors are pleased to present their Fifteenth (15th) Annual Report of the business and operations of your Company along with the Audited standalone and consolidated Financial Statement for the Financial Year ended March 31, 2021.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY (STANDALONE & CONSOLIDATED)

(In ₹ Millions)

Particulars	Standalone		Consolidated	
	For the financial year ended		For the financial year ended	
	31 st March 2021	31 st March 2020	31 st March 2021	31 st March 2020
Revenue from operations	116.22	136.21	2,733.52	3,509.98
Other Income	111.41	8.79	174.16	115.58
Total Revenue	227.63	145.00	2,907.68	3,625.56
Profit before Finance Cost, Depreciation & Amortization expenses and exceptional items	178.43	98.50	1,727.44	2,454.04
Finance Cost	42.59	51.95	491.91	571.96
Depreciation & Amortization Expenses	37.86	38.19	697.13	761.30
Profit/(Loss) before tax and exceptional items	97.98	8.36	538.40	1,120.78
Exceptional Items Add/ (Less)	0.695	(47.93)	1.25	(48.95)
Profit/(Loss) before tax	98.67	(39.57)	539.65	1,071.83
Less: Tax Expenses	-	-	178.90	321.96
Net Profit/(Loss)	98.67	(39.57)	360.75	749.87
Less: Profit attributable to the non-controlling interest	-	-	232.79	456.65
Profit attributable to the owners of the Company	98.67	(39.57)	127.96	293.22
Earning Per Share (in Rs.)				
i) Basic	0.60	(0.24)	0.77	1.77
ii) Diluted	0.60	(0.24)	0.77	1.77

The Standalone and Consolidated Audited Financial Statement for the Financial Year 2020-21 is attached to this Annual Report, and also available on the website of the Company www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE AND THE STATEMENT OF COMPANY AFFAIRS

Standalone:

During the financial year 2020-21, the Company on standalone basis recorded the Revenue from operations of ₹ 116.22 million as against Revenue of ₹ 136.21 million during the previous financial year. The total income of the Company during the current FY 2020-21 stood at ₹ 227.63 million as compared to ₹ 145.00 million during the previous FY. The increase in total income during current financial year is due to receipt of the Dividend Income of ₹ 105.30

Million from Malana Power Company Limited, Subsidiary of your Company.

The Company earned the Net profit ₹ 98.67 million as against Net Loss of ₹ 39.57 millions in the previous financial year.

Consolidated:

During the financial year 2020-21, the Company on consolidated basis recorded the Revenue from operation of ₹ 2,733.52 million as against ₹ 3,509.98 million during the previous financial year. The Net Profit (after non-controlling interest) during the financial year is ₹ 127.96 million as against Net Profit of ₹ 293.22 million in the previous financial year.

3. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

As on 31st March, 2021, the Company has seven (7) subsidiaries which are as follows:

- * Malana Power Company Limited
- * AD Hydro Power Limited (Step Down Subsidiary)
- * NJC Hydro Power Limited
- * Chango Yangthang Hydro Power Limited
- * BG Wind Power Limited
- * Indo Canadian Consultancy Services Limited
- * Balephi Jalvidhyut Company Limited, Nepal

The Audited Financial Statement of each of the Subsidiary Company has been placed on the website of the company i.e. www.bhilwaraenergy.com. The Financial Statements of the Subsidiary Companies are kept for inspection at the registered office of the Company. The Company shall provide the copy of the financial Statements of its Subsidiary Companies to the shareholders upon their request.

There has been no material change in the nature of Business of the subsidiaries.

A report on the performance and financial position of the Subsidiary Company as per the Companies Act, 2013 in Form AOC-1 is annexed as **Annexure-I** forming part of this report.

4. CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited consolidated financial statements together with Auditors' Report form part of the Annual Report.

The consolidated financial statements are available on the website of the Company and can be accessed on www.bhilwaraenergy.com.

5. STATEMENT OF COMPANY AFFAIRS/ PROJECT STATUS & INFORMATION/ SUBSIDIARIES COMPANIES

PROJECTS DEVELOPED BY THE COMPANY

14 MW Wind Power Project in Distt. Kolhapur, Maharashtra

The generation during the current financial year 2020-21 is 18.54 Million kWh as compared to 21.97 Million kWh in the previous financial year 2019-20. The Company recorded Revenue from operations of ₹ 116.22 million as

against Revenue of ₹ 136.21 million in the previous financial year. The power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSDCL) on long term PPA for 13 years. The Project is availing Generation Based Incentives (GBI) provided by MNRE, Government of India.

HYDRO POWER PROJECT UNDER THE SUBSIDIARIES

(i) Malana Power Company Limited-86 MW Malana HEP (Himachal Pradesh)

Malana Power Company Ltd. (MPCL), a subsidiary of your company, is engaged in the generation & transmission of energy from its 86 MW Malana Hydro Electric Project in the state of Himachal Pradesh. The Malana HEP is in operation since 2001.

MPCL recorded revenue from operations of ₹ 734.81 million during the financial year 2020-21 as compared to ₹ 925.56 million in the previous financial year 2019-20. The other income during the financial year 2020-21 is ₹ 175.30 million vis-a-vis ₹ 500.77 million in the financial year 2019-20, out of which ₹ 139.43 million (PY ₹ 475.39 Million) is attributable to the interest on sub-debt provided to AD Hydro Power Limited (subsidiary company).

The Net profit during the financial year 2020-21 is ₹ 224.57 million as compared to ₹ 609.37 million in the previous financial year. The lower profitability in FY 2020-21 is because of reduced generation due to lower hydrology, lower realized tariff and reduction in interest income on sub-debt as MPCL has waived off interest on part sub-debt of ₹ 3,178 million.

The generation during the financial year 2020-21 stood at 337.93 Million Kwh as compared to 367.93 Million kWh in the previous year.

(ii) AD Hydro Power Limited- 192 MW Allain Duhangan HEP (Himachal Pradesh)

AD Hydro Power Ltd (ADHPL), a step down subsidiary of your Company, is engaged in the generation & transmission of energy from its 192 MW Allain Duhangan Hydro Electric Project in the state of Himachal Pradesh.

ADHPL recorded revenue from operations of ₹ 1,761.99 million during the financial year 2020-21 as compared to ₹ 2,339.97 million in the previous financial year. The Net profit during the financial year 2020-21 is ₹ 216.86 million as compared to net profit of ₹ 285.67 million in the previous financial year. The lower profitability in FY 2020-21 is because of reduced generation due to lower hydrology and lower realized tariff.

The generation during the year stood at 640.51 Million kWh in the financial year 2019-20 as compared to 758.67 Million kWh in the previous financial year.

(iii) NJC Hydro Power Limited-780 MW Nyamjang Chhu HEP (Arunachal Pradesh)

NJC Hydro Power Limited (NHPL), a wholly owned subsidiary of your company, is having license to develop 780 MW Nyamjang Chhu Hydro Electric Project in the state of Arunachal Pradesh.

Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA). The matter is presently sub-judice in Itanagar Bench of Guwahati

High Court. As per directions of Hon'ble Supreme Court, the process of arbitration has also started. The company has also initiated the process of negotiation with GoAP for settlement within the ambit of Memorandum of Agreement.

Wildlife Institute of India (WII) has also recommended that the project is not to be constructed to protect the habitat of Black Neck crane.

(iv) Chango Yangthang Hydro Power Limited-180 MW Chango Yangthang HEP (Kinnaur District, Himachal Pradesh)

Chango Yangthang Hydro Power Ltd (CYHPL), a wholly owned subsidiary of your company, was having license to develop 180 MW Chango Yangthang Hydro Electric Project in the state of Himachal Pradesh.

Due to various socio legal issues not in the control of the company, the company has surrendered the project and filed an application with Govt. of H.P. for refund of upfront premium and security deposit of ₹ 3,969.45 Lakhs along with interest @10%. The Company is constantly following up with the State Government for the refund of the said amount with interest.

(v) 200 MW Bara Bangahal HEP (Chamba District, Himachal Pradesh)- in Malana Power Company Limited (MPCL)

200 MW Bara Bangahal Hydro-electric Project (HEP) was allotted to MPCL.

Due to wildlife issue in executing the project, the company had written to the Directorate of Energy, Government of Himachal Pradesh in the year 2015 and expressed its inability in doing project. In this regard, MPCL had also requested the Govt of H.P. for refund of the entire amount of upfront premium of ₹ 612.00 million paid towards allotment of the project along with interest @ 12%. MPCL has also received communication from the Directorate of Energy in March 2018 stating that MPCL request is under consideration. The Government of Himachal has so far not taken any decision in this regard. In view of this, besides constant follow up with the GoHP, the Board of Directors of MPCL has decided to take alternate legal recourses.

(vi) Balephi Jalvidhyut Company Ltd-23.52 MW Balephi HEP (Nepal)

Balephi Jalvidhyut Company Limited (BJCL), Nepal, a subsidiary of your company, has a license to develop 23.52 MW Hydro Power Project in Nepal.

Due to various reasons, the company has decided not to execute the project and exploring the possibility of selling its stake in BJCL.

WIND POWER PROJECTS UNDER SUBSIDIARIES

BG Wind Power Limited-20 MW Wind Power Project in Distt. Jaisalmer, Rajasthan

BG Wind Power Limited, a wholly owned subsidiary of your company, is engaged in the generation of 20 MW Wind power project in Distt. Jaisalmer, Rajasthan.

The power generated from this project was being sold to Jodhpur Vidyut Vitran Nigam Limited (JdVVNL) through PPA (valid till 31st March, 2019) on Average Power Purchase Cost (APPC) mode. The PPA has till date not renewed by DISCOM. The matter related to PPA is

presently sub judice with Rajasthan High Court.

The generation during the current financial year 2020-21 is 18.82 MUs as compared to 12.44 MUs in the previous year 2019-20.

The total revenue from operations during the current financial year 2020-21 is ₹ 70.90 Million as compared to ₹ 59.07 Million in the previous financial year 2019-20.

The Company suffered loss of ₹ 84.11 million in the financial year 2020-21 as against loss of ₹ 103.42 Million during the previous year. The revenue is being recognized on provisional basis based on tariff as mentioned in RERC (REC) Third Amendment Regulations, 2019.

The main reason for the loss both during current as well as previous year is lower tariff, non-issuance of REC and lower generation due to evacuation constraint at Akal substation, feeder constraint & RoW by local/Inox vendors at site & lower wind speed as compared to expected. REC could not be issued for generation as Company was not able to raise invoice due to non-renewal of PPA.

OTHER SUBSIDIARIES

Indo Canadian Consultancy Services Limited

Indo Canadian Consultancy Services Ltd (ICCS), subsidiary of your company, is engaged in the consultancy of hydro power and irrigation projects with wide range of services like investigations, due diligence studies, preparation of prefeasibility reports and detailed project reports, detailed design and drawings, technical specification, construction supervision, pre tender engineering, lender's engineer services etc.

During the current financial year 2020-21, ICCS recorded Revenue from operation of ₹ 51.68 million as against ₹ 49.89 million in the previous year 2019-20. During the current financial year 2020-21, ICCS recorded Net Profit of ₹ 13.13 million as against profit of ₹ 2.47 million during the previous financial year 2019-20.

6. DIVIDEND

In view of accumulated losses, your Director's do not propose any dividend for the financial year under review.

7. INDUSTRY POTENTIAL & DEVELOPMENT

India has now become the third largest producer as well as consumer of electricity in the world with all India installed power generation capacity as on 31.03.2021 stood at 3,82,151 MW comprising of 2,34,728 MW from Thermal, 46,209 MW from Hydro, 6,780 MW from Nuclear and 94,434 MW from Renewable.

During the fiscal year 2020-21, the energy availability was 1,271 BU as against requirement of 1,276 BU kWh with a marginal shortfall of 0.4% and peak load was 189 GW as against peak demand of 190 GW with a marginal shortfall of 0.4%. The average monthly market clearing price at the Indian Energy Exchange (IEX) remained moderate taking the average price to Rs.2.82/kWh in 2020-21 @ Regional Periphery. During 2020-21, total short term power transactions were approximately 12% of yearly generation.

The slowdown caused by first and second wave of Covid-19 is now slowly opening up and all India power consumption is showing an increasing trend. Peak power demand has touched the milestone figure of 200 GW in July 2021 itself and it can be ascertained that the peak power demand will increase further in near future thereby creating more opportunities for Merchant Power Plants in catering such increased demand for power. However, any resurgence in infections leading to lockdown restrictions would remain a key downside risk for the demand.

In order to speed up the development of hydro power, from time to time, the Govt. of India has been taking policy initiatives. Recently Ministry of Power (MoP), vide its notification dated 8th March 2019, has declared large hydropower projects including pumped storage projects as renewable energy source and in its order dated 29th January, 2021, ministry also announced the trajectory for Hydro Purchase Obligation (HPO) from eligible Large Hydro Projects.

Renewable Energy being the major thrust area under power sector development, has seen a consistent and significant capacity addition over the years. Renewable Energy currently constitutes 24.7% (Mar'21) of the overall installed capacity compared to 3.3% share in 2002. During 2020-21. As of March 2021, India's Renewable Energy installed capacity stood at 94.43 GW.

Going forward, energy dynamics are changing with the increasing share of renewable power. This may lead to voltage & frequency fluctuations as well as demand – supply mismatch. Thus energy demand and supply dynamics, transmission system capabilities and grid balancing mechanism need to be addressed. Energy Storage System (ESS) could play a significant role to act as ancillary reserves for managing fluctuations in renewable power generation at the grid level.

The country's power sector is witnessing a shift from fossil fuels to clean energy and today we are in the middle of an energy transition. The role of power sector is now extended to facilitate the growth of new technologies through strong policies and programs in addition to mere generation & supply of power.

8. CORPORATE GOVERNANCE

The Company is committed to achieve the high standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their interest.

The majority of the Board comprises of Non-Executive Directors' including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, affecting the financial position of the Company have occurred during the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

10. INTERNAL CONTROL / INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal controls in place

commensurate with the size and nature of its business. Internal Audit is conducted by outside Auditing Firms. The Internal Audit Reports are reviewed by the top management and the audit committee and timely remedial measures are ensured.

Further, the Internal Financial Control framework is under consistent supervision of Audit Committee, Board of Directors and also Independent Statutory Auditors. During the year, no reportable material weakness in the design or operations was observed.

11. PERSONNEL

(i) INDUSTRIAL RELATION

The Industrial Relations during the period under review generally remained cordial at the plants and corporate office of the Company without any untoward incidents.

(ii) PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure –II**.

12. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2021.

13. RESERVES

The Company has not transferred any amount to the General Reserve for the FY 2020-21.

14. SHARE CAPITAL

a) Issue of equity shares with differential rights

During the financial year 2020-21, no equity shares have been issued with differential rights.

b) Issue of sweat equity shares

During the financial year 2020-21, no sweat equity shares have been issued.

c) Issue of employee stock options

During the financial year 2020-21, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2020-21 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

15. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

In case of M/s NJC Hydro Power Limited (NHPL), the wholly owned subsidiary of your Company, the Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA) with respect to 780 MW Nyamjang Chhu Hydro Electric Project. The matter is presently sub-judice in Itanagar Bench of Guwahati High Court. As per directions of Hon'ble Supreme Court, the process of

arbitration has also started. The company has also initiated the process of negotiation with GoAP for settlement within the ambit of Memorandum of Agreement. Wildlife Institute of India (WII) has also recommended that the project is not to be constructed to protect the habitat of Black Neck crane.

The outcome of the order of the High Court/Arbitration/ settlement will have impact on the company's future.

In case of M/s BG Wind Power Limited (BGWPL), the wholly owned subsidiary of your Company, the Power Purchase Agreement expired on 31st March, 2019. RERC vide amendment regulation dated 05th March, 2019 has capped the price of electricity component to average of pooled cost for JdVVNL i.e. ₹ 3.14/kwh with discretion of DISCOM to execute the PPA for entire balance life of the project.

BGWPL has submitted all required documents to RRECL (nodal agency) for Renewal of PPA and even RRECL has also sent its recommendation to RUVNL for Renewal of PPA.

However, the Discom has not yet executed the extension of the PPA.

The matter related to PPA is presently sub-judice with Rajasthan High Court. In the meantime, BG Wind has filed Interim Application with High court for interim relief for direction to Discom to make payment @ ₹ 3.14/ kwh for energy already injected and continue to make payment till disposal of the case.

To the extent of RERC Amendment Regulation dated 05th March, 2019 and probable High Court Order, it will have impact on the company's revenue and future.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure III** forming part of this Report.

17. DIRECTORS AND KEY MANAGERIAL PERSONNEL

DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

Pursuant to the provisions of Companies Act, 2013 Mr. Ravi Jhunjunwala (DIN: 00060972), Mr. Rijju Jhunjunwala (DIN:00061060) and Mr. Rishabh Jhunjunwala (DIN: 03104458) shall retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment. The Board recommends their re-appointment.

❖ During the year, the following changes occurred in the Directors/ KMP's of the Company:-

• APPOINTMENTS/ RE-APPOINTMENTS DIRECTORS RETIRE BY ROTATION

During the year, Mr. Ravi Jhunjunwala (DIN: 00060972) retired by rotation at the 14th Annual General Meeting of the Company and being eligible, offered himself for re-appointment. His appointment was approved by the shareholders at the 14th Annual General Meeting of the Company held on 30th September, 2020.

DECLARATION FROM INDEPENDENT DIRECTORS

Your Directors further inform the members that

declarations under section 149(7) of the Companies Act, 2013 have been taken from the Independent Director/s at the beginning of the financial year confirming that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following acted as the Key Managerial Personnel of the Company:

- Mr. Riju Jhunjhunwala, Managing Director
- Mr. Ravi Gupta, Company Secretary
- Mr. Krishna Prasad, Chief Financial Officer (CFO)

18. MEETINGS

(i) MEETINGS OF THE BOARD

The Board of Directors had met four (4) times during the financial year 2020-21. The Meeting of the Board were held on 10th June, 2020, 04th August, 2020, 05th November, 2020 and 05th February, 2021.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The Attendance of the Board meetings held in the financial year 2020-21 is as below:

S. No.	Name of the Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Ravi Jhunjhunwala	Chairman & Non-Executive Director	4	4
2	Mr. Riju Jhunjhunwala	Managing Director	4	3
3	Mr. Rishabh Jhunjhunwala	Managing Director	4	1
4	Dr. Kamal Gupta	Non-Executive Director (Independent Director)	4	4
5	Ms. Niharika Bindra	Non-Executive Director (Independent Director)	4	2

(ii) AUDIT COMMITTEE

During the financial year 2020-21, the Audit Committee reviewed the Company's financial results, Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2020-21.

The majority of the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal

Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee.

During the financial year 2020-21 four (4) Audit Committee Meetings were held. The meetings were held on 10th June, 2020, 04th August, 2020, 05th November, 2020 and 05th February, 2021.

The Composition & Attendance of the Audit Committee meetings held during the financial year 2020-21 is as below:

S. No.	Name of the Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Member	4	4
2.	Dr. Kamal Gupta	Member	4	4
3.	Ms. Niharika Bindra	Member	4	2

The Company Secretary acts as the Secretary to the Committee.

(iii) NOMINATION AND REMUNERATION COMMITTEE MEETING

During the financial year 2020-21, One (1) Nomination and Remuneration Committee Meetings was held on 05th February, 2021.

The Composition of the Nomination & Remuneration Committee is as below:

S. No.	Name of the Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Dr. Kamal Gupta	Chairman & Member	1	1
2.	Mr. Ravi Jhunjhunwala	Member	1	1
3.	Ms. Niharika Bindra	Member	1	1
4.	Mr. Rishabh Jhunjhunwala	Member	1	0

The Company Secretary acts as the Secretary to the Committee.

(iv) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING

During the financial year 2020-21, One Corporate Social Responsibility Committee Meeting was held on 4th August, 2020.

The Composition & attendance of the Corporate Social Responsibility Committee meeting held in the financial year 2020-21 is as below:

S. No.	Name of the Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1.	Dr. Kamal Gupta	Chairman & Member	1	1
2.	Mr. Ravi Jhunjhunwala	Member	1	1
3.	Mr. Riju Jhunjhunwala	Member	1	0

The Company Secretary acts as the Secretary to the Committee.

(v) INDEPENDENT DIRECTORS' MEETING

The Independent Directors met on 05th February, 2021 without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

19. GENERAL MEETINGS

The Annual General meeting of the members of the Company for the Financial Year 2019-20 was held on 30th September, 2020.

One (1) Extra Ordinary General Meeting was held on 08th March, 2021 during the year under review.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company has not entered into any transaction with related parties which could be considered material in terms of section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under section 134(3) (h) of the Companies Act, 2013 in form AOC-2 is not applicable.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The details of the loans, guarantee and investments are disclosed in the notes to the financial statement of the Company.

22. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

23. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect stakeholder's value by minimizing threats or losses and identifying & maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the

organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted a Corporate Social Responsibility Committee (CSR Committee) and on the recommendation of the CSR committee framed a CSR Policy and the same may be accessed on the website www.bhilwaraenergy.com.

During the last three financial years, the company on cumulative basis had suffered losses and hence was not required to make any expenditure towards Corporate Social Responsibility activity. The statement is annexed as **Annexure IV** hereto with this report.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the Companies Act, 2013, the Board of Directors on the recommendation of the Nomination and Remuneration Committee has framed a policy for the appointment of Directors and Senior Management and KMP's of the Company and their remuneration. The Policy forms part of the Board Report as **Annexure V** and has also been available on the website of the Company www.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the Annual General Meeting held on 29th September, 2017, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 16th Annual General Meeting to be held in the Calendar Year, 2022.

Your Directors inform the members that in accordance with the amendment notified by MCA on 7th May, 2018, the requirement of ratification of the appointment of Statutory Auditors at every Annual General Meeting has been done away with.

Further the Auditors have confirmed their eligibility u/s 141 of Companies Act, 2013 and the rules made there under.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

27. REPORTING OF FRAUD BY AUDITORS'

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor and the Internal Auditor had reported any matter under Section 143 (12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

28. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors Report does not contain any qualification, reservation adverse remarks or disclaimer.

29. SECRETARIAL AUDITOR

The Company had appointed M/s M.L. Sharma & Co., Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2020-21, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure VI** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

30. INTERNAL AUDITOR

Based on the recommendations of the Audit Committee, the Board had re-appointed M/s BGJC & Associates LLP, Chartered Accountants (ICAI Firm Registration No.003304N/N500056) as its Internal Auditor for the financial year 2021-22. During the year under review, the Company continued to implement the suggestions and recommendations made by the Internal Auditors to improve the control environment.

31. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Board Reports to the members that with the objective of pursuing the business in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior and to encourage and protect the employees who wish to raise and report their genuine concerns about any unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct, the Company on the recommendation of the Audit Committee has adopted a Whistle Blower Policy. The policy adopted by the Company contains a framework whereby the identity of complainant is not disclosed. The Policy has been disclosed on the website of the Company www.bhilwaraenergy.com.

32. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in form **MGT 9** is annexed to this annual report as **Annexure-VI**. Further the Annual Return in form MGT-7 and extract of Annual Return in form MGT-9 is also available on the website of the company www.bhilwaraenergy.com.

33. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit and loss of the company of that period;
- that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- that the annual financial statement has been prepared on a going concern basis;

- that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

34. GENERAL DISCLOSURE

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2020-21.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2020-21.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by the Institute of Company Secretaries of India (ICSI) from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.

35. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment

For and on behalf of the Board of Directors
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
(DIN 00060972)

Place: Noida (U.P)
Date : 06th August, 2021

ANNEXURE – I TO THE DIRECTORS' REPORT

**Statement containing salient features of the financial statements of Subsidiaries/Associates companies/
Joint Ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with
Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1)**

Part "A": Subsidiaries

(₹ in lakhs)

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	BG Wind Power Limited	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007*	31.03.2008	12.03.2009**	18.10.2017	16.12.2009	30.03.2011
Reporting Period	2020-21	2020-21	2020-21	2020-21	2020-21	2020-21	2020-21
Reporting Currency	INR	INR	INR	INR	INR	INR	INR
Issued, subscribed & paid up capital	14,752.57	56,015.28	70.66	1,669.16	2,205.00	10,000.00	3,000.00
Reserves	113,694.11	45,695.85	140.17	(239.08)	(4,098.68)	(87.80)	104.47
Total assets	138,051.60	136,433.54	924.81	1,679.80	7,734.49	16,462.22	3,977.54
Total liabilities	9,604.92	34,922.41	713.98	249.72	9,628.17	6,550.02	873.07
Investment (except in subsidiary)							
Turnover	7,348.08	17,619.89	516.78	-	709.99	-	-
Profit before tax	3,545.45	2,657.86	131.30	(1.90)	(841.41)	(2.35)	(33.85)
Provision for tax	1,299.80	489.23	-	-	-	-	-
Profit after taxation	2,245.65	2,168.63	131.30	(1.90)	(841.41)	(2.35)	(33.85)
Proposed Dividend							
% of Shareholding	51.00%	44.88%	75.50%	95.86%	100.00%	100.00%	100.00%

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian ₹) = 160 NR (Nepali Rupee)

Name of Subsidiaries which are yet to commence operations

Sr. No.	Name of the Company
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Name of Subsidiaries which have been liquidated or sold during the year

Sr. No.	Name of the Company
1	NIL

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
BHILWARA ENERGY LIMITED

Ravi Jhunjunwala
Chairman
DIN: 00060972

Riju Jhunjunwala
Managing Director
DIN:00061060

Krishna Prasad
CFO

Ravi Gupta
Company Secretary
M.No. F5731

Place : Noida (U.P.)
Date : 06th August, 2021

ANNEXURE – II TO THE DIRECTORS' REPORT

The information of employees receiving salary in excess of the limits as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in years)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Riju Jhunjunwala	Managing Director	40.18 lakhs	MBA	17.5 years	42	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Riju Jhunjunwala is the son of Sh. Ravi Jhunjunwala ji and brother of Mr. Rishabh Jhunjunwala
2	Mr. Rishabh Jhunjunwala	Managing Director	40.18 lakhs	i) Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan. ii) Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.	11 Years	37	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Rishabh Jhunjunwala is the son of Sh. Ravi Jhunjunwala Ji and brother of Mr. Riju Jhunjunwala
3	Mr. Ravi Gupta	DGM & Company Secretary	32.83 lakhs	B.Com, FCS, LLB	21 Years	43	15.07.2009	Sara Textiles Ltd.	NIL	Permanent	N.A.
4	Mr. Krishna Prasad	CFO (Assistant General Manager Finance)	25.93 lakhs	B.Com, FCA	20 Years	48	18.03.2016	Lanco Mandakini Hydro Energy Pvt. Ltd.	NIL	Permanent	N.A.
5	Mr. Hiralal Mishra	Driver	5.36 lakhs	12th	23 Years	49	01.09.1998	RSWM Ltd. Limited	NIL	Permanent	N.A.

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ₹ millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

ANNEXURE III TO DIRECTOR'S REPORT

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy NIL**(b) Technology Absorption**

The Technology for Wind Power Project has been provided by AMSC Austria-subsiidiary of USA based American Superconductors Corporation (AMSC) a well known Company in field of Wind Energy, through their business partners in India, who are acting as the EPC cum Project Developer. The operations and maintenance of the Wind Farm is also with the Project Developer. Our team has been extensively involved during all the phases of manufacturing, quality control, micro siting erection and commissioning. The operations of the commissioned WTGs is also being monitored on a daily basis. The maintenance of the WTGs is also being monitored on an ongoing basis. The operations of Wind Power plant is monitored through SCADA.

(c) Foreign Exchange Earnings and Outgo**(in ₹ Millions)**

S.No.	Particulars	2020-21	2019-20
I	Foreign Exchange Outgo		
	Travelling	NIL	NIL
	Professional charges	NIL	NIL
	Consultancy Charges	NIL	NIL
	Total	NIL	NIL
II	Foreign Exchange Earnings		
	Foreign Exchange Earnings	NIL	NIL
	Total	NIL	NIL

ANNEXURE IV TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2020-21

- Brief outline on CSR Policy of the Company. Refer to Point No. 18 (iv) & 24 on Corporate Social Responsibility in Director's Report.

- Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Dr. Kamal Gupta	Chairman/ Independent Director	One(1)	One(1)
2.	Sh. Ravi Jhunjunwala	Member/ Director	One(1)	One(1)
3.	Sh. Riju Jhunjunwala	Member/ Managing Director	One(1)	NIL

- Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

<http://bhilwaraenergy.com/csr.aspx>

- Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report). **Not Applicable**

- Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: **Not Applicable**

Sl. No.	Financial Year	Amount available for set-off from preceding financial years(in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
	Total	Nil	Nil

- Average net profit of the company as per section 135(5). **NIL**

- (a) Two percent of average net profit of the company as per section 135(5) **NIL**

- Surplus arising out of the CSR projects or programs or activities of the previous financial years. **NIL**

- Amount required to be set off for the financial year, if any. **NIL**

- Total CSR obligation for the financial year (7a+7b- 7c). **NIL**

- (a) CSR amount spent or unspent for the financial year: **NIL**

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
	Nil				

- Details of CSR amount spent against **ongoing projects** for the financial year: **NIL / Not Applicable**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Project duration.	Amount allocated for the project (in ₹).	Amount spent in the current financial Year (in ₹).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹).	Mode of Implementation- Direct Yes/No)	Mode of Implementation - Through Implementing Agency
				State. District.						Name CSR Registration number.
	Nil									

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(c) Details of CSR amount spent against **other than ongoing projects** for the financial year: **NIL/ Not Applicable**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project	Amount spent for the project (in ₹)	Mode of Implementation- Direct Yes/No)	Mode of Implementation – Through Implementing Agency
				State. District.			Name CSR Registration number
Nil							

(d) Amount spent in Administrative Overheads: **NIL**

(e) Amount spent on Impact Assessment, if applicable: **NIL**

(f) Total amount spent for the financial year (8b+8c+8d+8e): **NIL**

(g) Excess amount for set off, if any.: **NIL**

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	NIL
(ii)	Total amount spent for the Financial Year	NIL
(iii)	Excess amount spent for the financial year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

9. (a) Details of Unspent CSR amount for the preceding three financial years: **NIL**

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in Rs.)	Date of transfer.	
Nil							

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s): **NIL / Not Applicable**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project Completed/ Ongoing.
			Nil					

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

During the last three financial years, the Company on cumulative basis had incurred losses. Hence, the Company was not required to spend any amount on the CSR activities.

Place: Noida
Date: 06.08.2021

Dr. Kamal Gupta
Chairman
DIN: 00038490

Mr. Riju Jhunjhunwala
Managing Director
DIN: 00061060

ANNEXURE V TO THE DIRECTORS REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013, the Company is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company has already a Remuneration Committee with three Non-Executive Independent Directors. In order to align the same with the provisions of the Companies Act, 2013, the Board of Directors in their meeting held on 30th June, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

"Key Managerial personnel (KMP) means and comprise-

- Managing Director & Chief Executive officer;
- Whole-time Director;
- Company Secretary;
- Chief Financial Officer;
- Such other Officer as may be prescribed.

Senior Management comprise the personnel of the Company who are members of its core management team, excluding the Board of Directors, so also, that would also include all members of management one level below the Executive Directors, including Functional Heads.

Role and Objective of Committee:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a Director.
2. Identify persons who are qualified to become Directors and who may be appointed in senior management positions in accordance with the criteria laid down in the policy.
3. Recommend to the Board the appointment and removal of Directors and Senior Management.
4. Carry out evaluation of every Director's performance.
5. Formulate criteria for evaluation of Independent Directors and the Board.
6. Recommend to the Board a Policy, relating to the remuneration for the directors, key managerial personnel and Senior Management.
7. To devise a policy on Board diversity
8. To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run Company successfully.
9. To ensure the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
10. To develop a Succession Plan for the Board and to review it regularly.
11. To perform such other functions as may be referred by the Board or be necessary in view of the provisions of the Companies Act, 2013 and Rules made thereunder.

Membership:

1. The Committee shall comprise at least three (3) Directors, all of whom shall be non-executive Directors and at least half of them shall be independent.
2. Minimum two (2) members shall constitute a Quorum for a Committee meeting.
3. Term of the Committee shall be continued unless terminated by the Board of Directors.

Chairman:

1. Chairman of the Committee shall be an Independent Director.
2. Chairperson of the Company may be appointed as a member of the Committee but shall not Chair the Committee.
3. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
4. Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

Frequency of Meetings:

The meeting of the Committee shall be held at such regular intervals as may be required.

Committee Member's Interests:

1. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
2. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

Voting:

1. Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall, for all purposes, be deemed to be a decision of the Committee.
2. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

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Appointment of Directors/KMP/Senior Officials:

While recommending a candidate for appointment, the Committee shall have regard to:

- Assessing the appointee against a range of criteria which includes but not limited to qualifications, skills, experience, background and other qualities required to operate successfully;
- The experience and knowledge that the appointee brings to the role of KMP/Senior Officials, which, in turn, will enhance the skill sets and experience of the Board as a whole;
- The nature of existing positions held by the appointee including directorship and such other relationship and the impact of the same on the Company's welfare.

Letter of Appointment:

The letter of appointment issued by the Company, should contains the terms and conditions of his/her appointment.

Policy on Board Diversity:

The Nomination and Remuneration Committee shall ensure that the Board of Directors have the combination of Directors from different areas/fields or as may be considered appropriate in the best interests of the Company.

Remuneration of Directors, Key Managerial Personnel and Senior Management:

The salaries of Directors, Key Management Personnel and other senior officials shall be based and determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any. The level and composition of remuneration/fee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management to run the company successfully. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Fixed Pay :

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The salary paid need to be competitive and reflective of the individual's role, responsibility and experience in relation to performance of day-to-day activities to be usually reviewed on an annual basis;

2. Minimum Remuneration :

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. Provision for excess remuneration :

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it, unless permitted by the Central Government.

4. Increment :

Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board, which should be within the slabs approved by the Shareholders in the case of Managerial Person.

Remuneration to Non-Executive/Independent Director:

1. Remuneration/Commission:

The remuneration/commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the Rules made there under for the time being in force.

2. Sitting Fees:

The Non- Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee(s) thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

Directors' and Officers' Insurance

- Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel, Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to such personnel.

Other Provisions:

- The Independent Directors shall not be entitled to any Stock Option.

Evaluation/ Assessment of Directors of the Company

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performance of the Directors have been:

- Contributing to clearly define corporate objectives & plans
- Obtain adequate, relevant & timely information.
- Assess policies, structures & procedures

- Regular monitoring of corporate results against projections
- Review achievement of strategic and operational plans, objectives, budgets
- Identify, monitor & mitigate significant corporate risks
- Review management's Succession Plan
- Effective meetings
- Clearly defining role & monitoring activities of Committees
- Review of ethical conduct

Additionally, for evaluation/assessment of the Performances of Managing Director(s) / Whole Time Directors (s) of the Company, following criteria may also be considered.

- Leadership & stewardship abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials.

Evaluation following the aforesaid parameters, will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors relative to the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

DEVIATIONS FROM THIS POLICY:

Deviations on elements of this policy, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

ANNEXURE VI TO THE DIRECTORS REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]

To
The Members,
BHILWARA ENERGY LIMITED,
(CIN: U31101DL2006PLC148862)
New Delhi-110025

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BHILWARA ENERGY LIMITED** (hereinafter called the Company). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, documents, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period, covering **the financial year ended on March 31, 2021** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder **(Not applicable to the Company during the financial year under review)**;
- (iii) The Depositories Act, 1996 and the Regulations and bye laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) **(All the following Regulations including amendments, if any, from time to time are not applicable to the Company during the Audit period)**:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011);
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **(Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review)**;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) Other laws applicable specifically to the company, as identified and on the basis of representation given by the management:
 - (a) The Electricity Act, 2003 and rules and regulations made thereunder;
 - (b) The Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.
- (vii) We have also examined compliance with the applicable clauses of the following:
 - (a) Secretarial Standards issued by *The Institutes of Company Secretaries of India* **(Notified and effective from 1st July, 2015)**;
 - (b) The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 **(Not Applicable to the company during the financial year under review)**.

During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of the Directors or committee of the Board, as the case may be. There was no dissenting vote for any matter.

We further report that we have relied on the representation made by the company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts and regulations to the Company. Therefore, we are of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company affairs.

This report is to be read with our letter of even date which is **Annexure I** and forms an integral part of this report.

For M.L. SHARMA & COMPANY
Company Secretaries

Manohar Lal Sharma
(Proprietor)

FCS No: 8241

CP No: 6823

UDIN: F008241C000698843

Place: Delhi
Date: July 29, 2021

ANNEXURE I

To
The Members,
BHILWARA ENERGY LIMITED,
(CIN: U31101DL2006PLC148862)
New Delhi-110025

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial record and Books of Accounts of the Company since the same have been subject to review by statutory Auditor.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules regulations, standards is the responsibility of management. Our examination was limited to the verification of practices on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For M.L. SHARMA & COMPANY
Company Secretaries

Manohar Lal Sharma
(Proprietor)

FCS No: 8241

CP No: 6823

UDIN: F008241C000698843

Place: Delhi
Date: July 29, 2021

ANNEXURE VII TO THE DIRECTORS REPORT**FORM NO. MGT.9****EXTRACT OF ANNUAL RETURN**as on the financial year ended on 31st March, 2021*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]***I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	U31101DL2006PLC148862
ii)	Registration Date	17-05-06
iii)	Name of the Company	Bhilwara Energy Limited
iv)	Category / Sub-Category of the Company	Public Company/ Limited by shares Indian Non-Government Company
v)	Address of the registered office and contact details	Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi-110025
vi)	Whether listed company Yes / No	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any-	Skyline Financial Services Private Limited, D-153A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020., Tel.: 011-64732681-88 Fax: +91 11 26812682

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Power Generation	35106	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No.	Name & Address of Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Malana Power Company Limited	U40101HP1997PLC019959	Subsidiary Company	51%	2(87)
2	AD Hydro Power Limited	U40101HP2003PLC026108	Subsidiary of Subsidiary Company	-	2(87)
3	BG Wind Power Limited	U40300DL2014PLC272660	Subsidiary Company	100%	2(87)
4	NJC Hydro Power Limited	U40101DL2009PLC196998	Subsidiary Company	100%	2(87)
5	Chango Yangthang Hydro Power Limited	U40101HP2011PLC031772	Subsidiary Company	100%	2(87)
6	Indo Canadian Consultancy Services Limited	U74899DL1995PLC064168	Subsidiary Company	75.50%	2(87)
7	Balephi Jalvidhyut Company Limited, Nepal	-	Subsidiary Company	95.86%	2(87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year 2020-21				No. of Shares held at the end of the year 2020-21				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a. Individual/HUF	9,988,966	3	9,988,969	6.03	9,988,966	3	9,988,969	6.03%	-
b. Central Govt	-	-	-	-	-	-	-	-	-
c. State Govt (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	147,410,104	-	147,410,104	88.93	147,410,104	-	147,410,104	88.93%	0.00
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	157,399,070	3	157,399,073	94.96	157,399,070	3	157,399,073	94.96	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	157,399,070	3	157,399,073	94.96	157,399,070	3	157,399,073	94.96	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	8,360,238	-	8,360,238	5.04	8,360,238	-	8,360,238	5.04	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	8,360,238	-	8,360,238	5.04	8,360,238	-	8,360,238	5.04	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal capital in excess of ₹ 1 Lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	165,759,308	3	165,759,311	100	165,759,308	3	165,759,311	100	-

ii. SHAREHOLDING OF PROMOTERS

S. No.	Shareholder's Name	Shareholding at the beginning of the year 2020-21			Shareholding at the end of the year 2020-21			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	Ravi Jhunjunwala	9,634,591	5.81	-	9,988,966	6.03	-	3.68%
2	Shubkaran Lakshmi Niwas (HUF)	354,375	0.21	-	-	-	-	-
3	Riju Jhunjunwala (in trust	3	-	-	3	-	-	-
4	HEG Ltd	81,232,560	49.01	-	81,232,560	49.01	-	-
5	RSWM Ltd	12,524,960	7.56	-	12,524,960	7.56	-	-
6	LNJ Spark Advisory LLP	35,469,782	21.40	-	35,469,782	21.40	-	-
7	Bharat Investment Growth Ltd.	2,294,523	1.38	-	2,294,523	1.38	-	-
8	Purvi Vanijya Niyogan Ltd.	1,123,066	0.68	-	1,123,066	0.68	-	-
9	Raghav Commercial Ltd.	2,523,787	1.52	-	2,523,787	1.52	-	-
10	India Tex Fab Marketing Ltd.	2,579,700	1.56	-	2,579,700	1.56	-	-
11	Kalati Holdings Pvt. Ltd.	1,716,750	1.04	-	1,716,750	1.04	-	-
12	LNJ Financial Services Ltd.	6,116,253	3.69	-	6,116,253	3.69	-	-
13	Nivedan Vanijya Niyogan Ltd.	1,357,500	0.82	-	1,357,500	0.82	-	-
14	Investors India Ltd.	150,000	0.09	-	150,000	0.09	-	-
15	Shashi Commercial Co. Ltd.	251,250	0.15	-	251,250	0.15	-	-
16	Giltedged Industrial Securities Ltd	69,973	0.04	-	69,973	0.04	-	-
	Total	157,399,073	94.96	-	157,399,073	94.96	-	-

iii. CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.	Name of Promoter	Shareholding at the beginning of the year 2020-21		Cumulative Shareholding during the year 2020-21	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Ravi Jhunjunwala				
	At the beginning of the year	9,634,591	5.81	-	-
	Transfer of shares by Sh. Shubhakaran Lakshmi Niwas HUF to Sh Ravi Jhunjunwala on 24th July, 2020	354,375	-	9,988,966	6.03
	At the End of the year	9,988,966	6.03	-	-
2	Shubhakaran Lakshmi Niwas				
	At the beginning of the year	374,375	0.23	-	-
	Transfer of shares to Sh. Ravi Jhunjunwala on 24th July, 2020	374,375	-	-	-
	At the End of the year	-	-	-	-

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each of the Top 10 Shareholders	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	International Finance Corporation				
	At the beginning of the year	8,360,238	5.04%		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change			
	At the End of the year	8,360,238	5.04%		

v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Ravi Jhunjunwala				
	At the beginning of the year 01.04.2020	9,634,591	5.81	-	-
	Transfer of shares by Sh. Shubhkaran Lakshmi Niwas HUF to Sh Ravi Jhunjunwala on 24th July, 2020	354,375	-	9,988,966	6.03%
	At the End of the year 31.03.2021	9,988,966	6.03%	-	-

- Except above, none of the Directors and KMP is holding any share in the company.

V. INDEBTEDNESS

Indebtedness of the company including interest outstanding / accrued but not due for payment

(₹ in Crore)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	45.46	-	-	45.46
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	45.46	-	-	45.46
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	5.60	-	-	5.60
Net Change	(5.60)	-	-	(5.60)
Indebtedness at the end of the financial year				
i) Principal Amount	39.85	-	-	39.85
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	39.85	-	-	39.85

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in ₹ Million)

S No.	Particulars of Remuneration	Name of Managing Director		
		Mr. Riju Jhunjunwala	Mr. Rishabh Jhunjunwala	Total Amount
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3.60	3.60	7.20
	(b) V alue of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Other allowances	-	-	-
	P.F.	0.418	0.418	0.834
	Total (A)	4.018	4.018	8.034
	Ceiling as per the Act	₹ 84 Lakhs for each managerial person (as per Schedule V of the Companies Act, 2013)		

B. Remuneration to other Directors:

S No.	Particulars of Remuneration	Name of Directors		Total Amount (In ₹)
1	Independent Directors	Dr. Kamal Gupta	Ms. Niharika Bindra	
	1 Fee for attending board & committee meetings	Nil	Nil	Nil
	2 Commission	Nil	Nil	Nil
	3 Others, please specify	Nil	Nil	Nil
	4 Total (1)	Nil	Nil	Nil
2.	Other Non-Executive Directors	Mr. Ravi Jhunjunwala		Total Amount (In ₹)
	1 Fee for attending board committee meetings	Nil		Nil
	2 Commission	Nil		Nil
	3 Others, please specify	Nil		Nil
	4 Total (2)	Nil		Nil
	Total =(1+2)	Nil		Nil

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(in ₹ Million)

S No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Krishna Prasad (Chief Financial Officer)	Mr. Ravi Gupta (Company Secretary)	Total Amount
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.47	3.12	5.59
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.007	0.011	0.018
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify			
	P.F.	0.12	0.16	0.28
	Total (A)	2.59	3.29	5.88

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

INDEPENDENT AUDITORS' REPORT (Standalone)

To the Members of Bhilwara Energy Limited Report on the Audit of the Financial Statements Opinion

We have audited the accompanying financial statements of **Bhilwara Energy Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors

is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.

- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position as per note-26 of financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N
UDIN: 2108180AAAACX9851

Mukesh Goyal

Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

ANNEXURE 'A' TO AUDITORS' REPORT

(Annexure referred to in our report of even date)

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section of our report of even date

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.

- (c) According to the information and explanations given by the management, the title deeds of immovable properties are held in the name of the company. These title deeds have been given as security (mortgage and charge) against the term loans taken from financial institutions and accordingly the original title deeds are kept with financial institution.
- ii. According to the information and explanation given to us and the records examined by us, the company is not having any inventory, therefore the provisions of clause 3(ii) of the said CARO 2016 Order are not applicable to the Company.
- iii. According to the information and explanation given to us, the Company has granted unsecured interest free loans to its Subsidiaries viz. Chango Yangthang Hydro Power Limited, NJC Hydro Power Limited and B G Wind Power Limited covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:
- The terms and conditions of the grants of such loans are, in our opinion, not prejudicial to the Company's interest.
 - The Company has granted tenure-based loans as well as loans re-payable on demand as agreed, to parties covered in the register maintained under section 189 of the Act. In respect of tenure-based loans, the loans have been appropriately rolled forward. The repayments of loans are as per tenure only. In respect of loans which are granted as repayable on demand, we are informed that the Company has not demanded repayment of any such loan during the year and thus there has been no default on the part of the parties to whom the money has been lent.
 - There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of Companies Act, 2013 are applicable and hence not commented upon.
- v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.
- vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable to the appropriate authorities. Further, there were no undisputed amounts outstanding at the yearend for a period of more than six months from the date they became payable as at 31st March, 2021.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.
- viii. According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders.
- ix. According to the information and explanations given by the management, the company has not raised any money of initial public offer/further public offer. Further in our opinion and according to the information and explanations given by the management the company has utilized the monies raised by way of debt instruments in the nature of debentures/term loans for the purposes for which those were raised.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the company has been noticed or reported during the year.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our Opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order is not applicable to the company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with related parties are in compliance with section 177 & 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to company and, not commented upon.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- xvi. According to the information and explanations given to us, the provisions of section 45- IA of Reserve Bank of India Act, 1934 are not applicable to the Company.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N
UDIN: 2108180AAAACX9851

Mukesh Goyal

Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

ANNEXURE B

Annexure B to the Independent Auditor's Report to the Members of Bhilwara Energy Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Bhilwara Energy Limited** ("the Company") as of 31st March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N
UDIN: 2108180AAAACX9851

Mukesh Goyal

Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

BALANCE SHEET AS AT MARCH 31, 2021 (Standalone)

		(₹ in Lakhs)	
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
I ASSETS			
A Non-Current Assets			
i Property, Plant and Equipment	3	6,352.60	6,728.80
ii Financial Assets			
(a) Investments	4	22,780.75	22,780.71
(b) Loans	5	293.70	264.97
iii Other Non-Current Assets	9	87.73	12.24
		29,514.78	29,786.72
B Current Assets			
i Financial Assets			
(a) Loans	5	6,484.05	5,392.06
(b) Cash and cash equivalents	6(a)	96.97	1,252.79
(c) Bank balances other than (ii) and above	6(b)	-	295.00
(d) Trade Receivables	7	1,104.87	67.40
(e) Other Financial Assets	8	142.31	105.74
ii Other Current Assets	9	22.95	42.74
		7,851.15	7,155.73
Total Assets		37,365.93	36,942.45
II EQUITY AND LIABILITIES			
A Equity			
i Equity Share Capital	10	16,575.93	16,575.93
ii Other Equity	11	16,619.80	15,630.17
		33,195.73	32,206.10
B Liabilities			
Non-Current Liabilities			
i Financial Liabilities			
(a) Borrowings	12	3,389.94	3,985.31
ii Provisions	16	72.47	68.84
		3,462.41	4,054.15
Current Liabilities			
i Financial Liabilities			
(a) Trade Payables	13		
- Total outstanding dues of micro enterprises and small enterprises		0.80	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		24.50	0.19
(b) Other Financial Liabilities	14	665.79	660.87
ii Other Current Liabilities	15	13.78	18.35
iii Provisions	16	2.92	2.79
		707.79	682.20
Total Equity and Liabilities		37,365.93	36,942.45
Significant Accounting Policies	2		

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972
Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060
Ravi Gupta
Company Secretary
M.No. F5731

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021 (Standalone)

(₹ in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2021	For the year ended March 31, 2020
i Revenue From Operations	17	1,162.17	1,362.05
ii Other Income	18	1,114.09	87.88
Total Income		2,276.26	1,449.93
iii Expenses			
Employee Benefits Expense	19	224.22	244.64
Finance Costs	20	425.86	519.54
Depreciation and amortization expense	21	378.56	381.86
Other Expenses	22	260.89	699.61
Total Expenses		1,289.53	1,845.65
iv Profit / (Loss) before tax		986.73	(395.72)
v Tax Expense			
Current Tax		-	-
vi Profit / (Loss) for the year		986.73	(395.72)
vii Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	23		
Re-measurement gains/ (losses) on defined benefit plans		2.90	(4.42)
viii Other comprehensive income for the year		2.90	(4.42)
ix Total comprehensive income for the year, net of tax		989.63	(400.14)
x Earnings per Equity Shares	24		
1) Basic (in ₹)		0.60	(0.24)
2) Diluted (in ₹)		0.60	(0.24)
Significant Accounting Policies	2		

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
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Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021 (Standalone)

a. Equity Share Capital			(₹ in Lakhs)
Particulars	No. of Shares	Amount	
Balance as at April 1, 2019			
Balance at the beginning of the reporting year	1,657.59	16,575.93	
Changes in equity share capital during the year	-	-	
Balance as at March 31, 2020	1,657.59	16,575.93	
Balance as at April 1, 2020			
Balance at the beginning of the reporting year	1,657.59	16,575.93	
Changes in equity share capital during the year	-	-	
Balance as at March 31, 2021	1,657.59	16,575.93	

b. Other Equity					(₹ in Lakhs)
Particulars	Reserves & Surplus			Total	
	Capital Reserve	Securities Premium	Retained earnings		
Balance as at April 1, 2019	10.12	41,641.56	(25,621.37)	16,030.31	
Profit / (Loss) for the year	-	-	(395.72)	(395.72)	
Other Comprehensive Income for the year end					
- Remeasurement of defined benefit obligation	-	-	(4.42)	(4.42)	
Total comprehensive income for the year end	-	-	(400.14)	(400.14)	
Balance as at March 31, 2020	10.12	41,641.56	(26,021.51)	15,630.17	
Balance as at April 1, 2020	10.12	41,641.56	(26,021.51)	15,630.17	
Profit / (Loss) for the year	-	-	986.73	986.73	
Other Comprehensive Income for the year end					
- Remeasurement of defined benefit obligation	-	-	2.90	2.90	
Total comprehensive income for the year end	-	-	989.63	989.63	
Balance as at March 31, 2021	10.12	41,641.56	(25,031.88)	16,619.80	

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

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Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021 (Standalone)

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	986.73	(395.72)
Adjustment to reconcile profit before tax to net cash flows		
Depreciation of Property Plant and Equipment	378.56	381.86
(Profit)/ loss on disposal of Property, plant and equipment	(0.47)	(0.49)
Provision for Gratuity and leave encashment	9.55	16.69
Finance Cost	425.86	519.54
Interest Income	(32.78)	(62.86)
Claim for generation loss/PLF	60.63	-
Impairment of Diminution in Value of Investments	-	496.61
Expected credit loss-related party	181.04	52.56
Expected credit loss-body corporate	(188.43)	(70.00)
Dividend Income	(1,053.33)	-
Non Cash adjustment in Quoted Equity Investment	0.03	0.10
Operating Profit/(loss) before Working Capital changes	767.39	938.29
(Increase) / Decrease in trade receivables	(1,037.48)	230.50
(Increase) / Decrease in loan (financial assets)	(28.74)	30.02
(Increase) / Decrease in other financial assets	-	22.87
(Increase) / Decrease in other non current assets	(75.49)	4.53
(Increase) / Decrease in other current assets	(16.77)	9.60
Increase / Decrease in Provisions	3.76	12.34
Increase / Decrease in trade payables	25.11	-
Increase / (Decrease) in other financial liabilities	4.94	9.77
Increase / (Decrease) in other current liabilities	(4.56)	7.10
	(361.84)	1,265.02
Refund of Income Tax / Tds	6.03	-
Net cash flow (used) in/ from Operating Activities	(355.81)	1,265.02
B. Cash Flow From Investing Activities		
Purchase of property, plant and equipment	(2.88)	(2.99)
Proceeds from sale of property, plant and equipment	0.47	2.90
Interest received	(32.70)	118.36
Dividend received from subsidiary company	1,053.33	-
Loan to Subsidiary	(1,091.99)	(101.79)
Investment/Realisation of FDR	-	250.00
Net cash flow (used) in/ from Investing Activities	(73.77)	266.48

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
C. Cash Flow From Financing Activities		
(Repayment) Long-term borrowings during the year	(595.37)	(5,598.58)
Proceeds Long-term borrowings during the year	-	5,072.00
Repayment of overdraft account	-	239.88
Interest paid	(425.86)	(519.54)
Net cash (used) in/ from Financing Activities	(1,021.23)	(806.24)
Net increase/(decrease) in cash & cash equivalent	(1,450.82)	725.26
Cash & Cash equivalent at the beginning of the year	1,547.79	822.53
Cash & Cash equivalent at year end	96.97	1,547.79
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	0.81	0.67
ii) Balance with Banks :		
- In Current Accounts	7.16	856.12
- In Fixed Deposits	89.00	691.00
Total	96.97	1,547.79

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021 (Standalone)

1. CORPORATE INFORMATION

Bhilwara Energy Limited (the 'Company'), is a public limited company incorporated on 17th May, 2006 under the erstwhile Companies Act, 1956 situated in the NCT of Delhi. The company is engaged in the establishment, operation and maintenance of power generating stations and tie-lines, sub-stations and main transmission lines connected therewith. Currently, the company is engaged in generation of wind power through 14 MW wind power project situated in Maharashtra which had become operational during the year 2013-14.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1. Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind-AS.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2. Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (IndAS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

i. Service Concession Arrangements

Management has assessed applicability of Appendix-D of Ind-AS 115: Service Concession Arrangements to power distribution arrangements entered into by the company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

ii. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

iii. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the amount can be reliably measured.

Sale of Electricity

Revenue from sale of electricity is recognized on the basis of billable electricity actually transmitted to customers.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment is recognized when the right to receive payment is established.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on tangible fixed assets is provided on the straight line method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Sr. No.	Asset description	Useful life
1	Plant & machinery	22 years
2	Other equipment	5-10 years
3	Computers and Equipment's	3-6 years
4	Vehicle	8 years
5	Furniture & fixtures	10 years

The depreciation was provided in accordance with the Schedule II to the Companies Act, 2013.

e) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost.

Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Impairment of Non-Financial Assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

g) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

1. Financial assets

i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:-

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:-

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments at (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

iii. Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ and either (a) the group has transferred substantially all the risks and rewards of the asset, or (b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the group could be required to repay.

iv. Impairment of financial assets

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Lease receivables under Ind AS 17
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18
- e) Loan commitments which are not measured as at FVTPL
- f) Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and

- All lease receivables resulting from transactions within the scope of Ind AS 17

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

2. Financial liabilities

i. Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

ii. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below.

iii. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

iv. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

v. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

h) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

i) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Transactions in foreign currencies are initially recorded by the company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

a. Provident fund

Retirement benefits in the form of provident fund are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

b. Gratuity

The Company's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

c. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

d. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends

relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

r) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level1** Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level2** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- **Level3** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

3 PROPERTY, PLANT & EQUIPMENT**(₹ in Lakhs)**

Particulars	Tangible Assets							Total
	Free hold land	Plant & machinery	Electrical equipment	Office equipment	Furniture and fixtures	Computers	Vehicles	
Gross Carrying Value								
As at April 1, 2019	294.00	8,663.26	2.58	2.64	0.39	11.38	74.18	9,048.43
Additions	-	-	-	1.09	0.34	1.56	-	2.99
Disposals	-	-	-	-	-	-	48.21	48.21
As at March 31, 2020	294.00	8,663.26	2.58	3.73	0.73	12.94	25.97	9,003.21
Additions	-	-	-	-	-	2.88	-	2.88
Disposals	-	-	2.58	0.64	-	7.30	-	10.52
As at March 31, 2021	294.00	8,663.26	-	3.09	0.73	8.52	25.97	8,995.57
Accumulated Depreciation								
As at April 1, 2019	-	1,878.05	2.45	2.58	0.03	8.83	46.41	1,938.35
Charge for the year	-	374.54	-	0.16	0.07	1.57	5.52	381.86
Disposals	-	-	-	-	-	-	45.80	45.80
As at March 31, 2020	-	2,252.59	2.45	2.74	0.10	10.40	6.13	2,274.41
Charge for the year	-	373.51	-	0.21	0.07	1.69	3.08	378.56
Disposals	-	-	2.45	0.61	-	6.94	-	10.00
As at March 31, 2021	-	2,626.10	-	2.34	0.17	5.15	9.21	2,642.97
Net Carrying Value								
As at March 31, 2020	294.00	6,410.67	0.13	0.99	0.63	2.54	19.84	6,728.80
As at March 31, 2021	294.00	6,037.16	-	0.75	0.56	3.37	16.76	6,352.60

Note:-

- i) All the assets are owned by Company except as mentioned otherwise.

4 INVESTMENTS (NON-CURRENT)

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Investment in subsidiaries (unquoted)		
75,238,123 (previous Year 75,238,123) equity shares of ₹ 10 each of Malana Power Company Limited {includes 50 equity shares (previous year 50) held jointly with nominees of company}.	18,103.38	18,103.38
5,33,500 (previous Year 5,33,500) equity shares of ₹ 10 each of Indo Canadian Consultancy Services Limited {includes 50 equity shares (previous year 50) held jointly with nominees of company}.	459.82	459.82
2,20,50,000 (previous year 2,20,50,000) equity shares of ₹ 10 each fully paid up of BG Wind Power Limited (includes 6 shares (previous year 6 shares) held by individuals, the beneficial interest of which is with the Company)#	500.00	500.00
10,00,00,000 (previous year 10,00,00,000) equity shares of ₹ 10 each fully paid up of NJC Hydro Power Ltd {includes 6 equity shares (previous year 6) held jointly with nominees of company}##	10,000.00	10,000.00
25,60,000 (previous year 25,60,000) equity shares of NR 100 each fully paid up of Balephi Jalvidyut Co Ltd Nepal (overseas subsidiary company). The conversion rate has been taken as 1 INR = 1.6 NR (Nepali Rupee)####	1,600.00	1,600.00
6,00,00,000 equity share of ₹ 5 each (previous year 6,00,00,000 equity share of ₹ 5 each) fully paid up of Chango Yangthang Hydro Power Limited {includes 6 equity shares (previous year 6) held jointly with nominees of the company}	3,000.00	3,000.00
	33,663.20	33,663.20
Investment in others (quoted)		
489 (Previous year 489) equity shares of ₹ 10 each fully paid up of Punjab & Sind Bank Limited [Market value of the investment ₹ 0.09 Lakhs (previous year ₹ 0.05 Lakhs)]	0.09	0.05
Investment in subsidiaries (Ind AS 109)		
Investment in BG Wind Power Limited (Interest free loan ₹ 795.00 Lakhs)*	589.07	589.07
	589.16	589.12
Less: Impairment allowance on non current investments ##	11,471.61	11,471.61
	22,780.75	22,780.71
Aggregate amount of quoted investments	0.59	0.59
Market value of quoted investments	0.09	0.05
Aggregate amount of unquoted investments	34,252.36	34,252.32
Aggregate amount of impairment in value of investments ##	11,471.61	11,471.61
Investments carried at fair value through statement of profit and loss	0.09	0.05

The shares of BG Wind Power Limited held by the company are pledged as follows:

NIL equity shares (previous year 112.455 Lakhs Equity shares) face value of ₹ 10 each were pledged on first charge basis with IDBI Trusteeship Services Limited for the benefit of Aditya Birla Finance Limited (ABFL) for term loan facility availed by BG Wind Power Limited. During the previous year 2019-2020, Company has prepaid entire ABFL Term Loan on 3rd April 2019 by taking long term loan from M/s Purvi Vaniya Niyojan Limited @ 10.50% p.a. with extended maturity period.

NIL equity shares (previous year 108.045 Lakhs Equity shares) face value of ₹ 10 each were pledged on first charge basis with IDBI Trusteeship Services Ltd. for the benefit of NCD holder of ₹ 3,216.08 Lakhs issued by BG Wind Power Limited. The Company has redeemed the entire NCD on 30th April 2019 by taking long term loan from M/s Raghav Commercial Limited @ 10.50% p.a. with extended maturity period.

* The Company has given interest free loan to its wholly owned subsidiary BG Wind Power Limited amount to ₹ 795.00 Lakhs. The present value of interest free loan discounted at @ 10.95% p.a. portion is recognised under loan in Note No 5 and the balance is shown as Company's investment.

Impairment allowance on non current investments

(A) Share Purchase Agreement - Balephi Jalbidhyut Company Limited

The company had entered into share purchase agreement on dated 08th January 2018 for disposal of its investment in Balephi Jalbidhyut Company Limited, Nepal. The company has extended the validity of the said share purchase agreement till 30th June 2019, since the transaction was not taken place hence the company has provided impairment to reflects the proper fair value of this holding for the difference in the carrying value in the financial amounting to ₹ 1,471.61 Lakhs (previous year ₹ 1,471.61 Lakhs) for diminution in value of investments.

5 LOANS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Unsecured, considered good				
Security Deposits (with government department and others)	7.30	7.30	-	-
- Loan to employees	5.15	4.17	2.92	2.00
- Related Parties				
Interest free Loan to subsidiary company, good *	281.25	253.50	6,481.13	5,390.06
Interest free Loan to subsidiary company, credit impaired	-	-	2,708.33	2,527.29
Less: Expected credit loss	-	-	(2,708.33)	(2,527.29)
	293.70	264.97	6,484.05	5,392.06

*The Company is engaged in the business of providing infrastructural facilities as per Section 186(ii) read with Schedule VI of the Act. Accordingly, disclosures under Section 186 of the Act, is not applicable to the Company.

During the year an amount of ₹ 181.04 Lakhs further impairment has been done (previous year ₹ 2,527.29) Refer Note No 22. Also Refer Note No 4B above

6. CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Cash & Cash Equivalents		
- Balance with banks		
On Current Accounts	7.16	856.12
In Deposit Accounts (with original maturity less than 3 months)	89.00	396.00
- Cash on hand	0.81	0.67
	96.97	1,252.79
(b) Bank balances (other than cash and cash equivalents)		
Fixed deposits more than 3 months but less than 12 months)	-	295.00
	-	295.00

7 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Unsecured, Considered Good	1,104.87	67.40
	1,104.87	67.40

8. OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
GBI claim receivable	-	-	104.32	55.85
Unbilled Revenue	-	-	37.59	39.21
Interest accrued on bank deposit	-	-	0.40	10.68
- Interest accrued doubtful	-	-	-	188.43
- Less: Expected credit loss	-	-	-	(188.43)
	-	-	142.31	105.74

9 OTHER ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Considered good, unless otherwise stated				
TDS receivable & advance taxes	87.73	12.24	-	-
Advance to employees	-	-	0.06	0.21
Advance to creditors/capital creditors	-	-	1.55	20.25
Prepaid expenses	-	-	21.34	22.28
Unsecured, considered doubtful	-	-	825.00	825.00
Less: Provision for doubtful advances	-	-	(825.00)	(825.00)
	87.73	12.24	22.95	42.74

10. EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Authorised		
2,000.00 Lakhs (previous year 2,000.00 Lakhs) equity shares of ₹ 10 each	20,000.00	20,000.00
40.00 Lakhs (previous year 40.00 Lakhs) cumulative redeemable preference shares of ₹ 100 each	4,000.00	4,000.00
	24,000.00	24,000.00
Issued,subscribed and fully paid up		
16,57,59,311(previous year 16,57,59,311) equity shares of ₹ 10 each fully paid up	16,575.93	16,575.93
Total Issued,subscribed and fully paid up share capital	16,575.93	16,575.93

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year end:-

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Shares outstanding at the beginning of the year	1,657.59	16,575.93	1,657.59	16,575.93
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,657.59	16,575.93	1,657.59	16,575.93

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

Name of the shareholders	As at March 31, 2021		As at March 31, 2020	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 10 each fully paid up				
HEG Limited	81,232,560	49.01%	81,232,560	49.01%
RSWM Limited	12,524,960	7.56%	12,524,960	7.56%
Ravi Jhunjhunwala	9,988,966	6.03%	9,634,591	5.81%
LNJ Spark Advisory LLP	35,469,782	21.40%	35,469,782	21.40%
International Finance Corporation	8,360,238	5.04%	8,360,238	5.04%
	147,576,506	89.03%	147,222,131	88.81%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(d) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

11. OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a. Capital Reserve		
Balance at the beginning of the financial year	10.12	10.12
Balance at the end of the year	10.12	10.12
b. Securities Premium		
Balance at the beginning of the financial year	41,641.56	41,641.56
Balance at the end of the financial year	41,641.56	41,641.56
c. Retained Earnings		
Profit and Loss		
Opening balance	(26,006.92)	(25,611.20)
Profit / (Loss) during the year	986.73	(395.72)
Balance at the end of the financial year	(25,020.19)	(26,006.92)
Other comprehensive income		
Opening balance	(14.59)	(10.17)
- Re-measurement gains/ (losses) on defined benefit plans	2.90	(4.42)
Balance at the end of the financial year	(11.69)	(14.59)
Total Other Equity	16,619.80	15,630.17

Nature and Description of Reserve :**(i) Capital Reserve:-**

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(iii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

12 BORROWINGS

(₹ in Lakhs)

Particulars	Non-Current		Current #	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Secured borrowings				
(a) Term Loans - From Others*				
- Bharat Investment Growth Limited	3,389.94	3,985.31	595.37	560.23
	3,389.94	3,985.31	595.37	560.23

i. Additional Disclosures**Outstanding as on March 31, 2021**

Term Loan from others*	Carrying Value (₹ in Lakhs)	Loan Maturity	Terms of Repayment
Bharat Investment Growth Limited	3,985.31	December 31, 2026	Repayable in 28 structured quarterly installments
	3,985.31		

(i) Bharat Investment Growth Limited

During the financial year 2019-20, Company has taken Rupee Term Loan of INR ₹ 50.72 Crores from Bharat Investment Growth Limited to pre-pay loan taken from Aditya Birla Finance Limited and general corporate purpose. The Loan is repayable in 28 structured quarterly installments. As at March 31 2021, outstanding loan is ₹ 39.8531 Crores. The loan carries interest @09.70% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the Borrower.

13 TRADE PAYABLES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of micro enterprises and small enterprises*	0.80	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	24.50	0.19
	25.30	0.19

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	0.80	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

14 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Current maturities of long-term borrowings	595.37	560.23
Security deposits from employees	10.50	9.89
Other payable	55.88	55.91
Employee related	1.58	9.58
Related party payable	2.46	25.26
	665.79	660.87

15 OTHER LIABILITIES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Statutory dues payable	13.78	18.35
	13.78	18.35

16 PROVISIONS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits				
- Leave encashment	23.86	24.13	1.41	1.43
- Gratuity	48.61	44.71	1.51	1.36
	72.47	68.84	2.92	2.79

17. REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Revenue from operations		
Sale of power	1,015.68	1,230.39
Less:- PPA charges	(3.60)	(3.60)
	1,012.08	1,226.79
b) Other operating revenues		
GBI	89.46	105.89
Claim for generation loss/PLF	60.63	29.37
	1,162.17	1,362.05

18. OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest Income on		
- Bank deposits	32.79	62.06
- Related party-subsiary	27.87	25.02
- Income tax refund	0.10	0.13
- Others	-	0.18
Dividend received from subsidiary company	1,053.33	-
Profit & Loss on sale of vehicle	-	0.49
	1,114.09	87.88

19. EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Salaries	210.69	227.35
Contribution to provident funds	11.88	12.85
Staff welfare expenses	1.65	4.44
	224.22	244.64

20. FINANCE COST

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest on		
- Term loan from financial institution	-	43.77
- Term loan from other	425.86	475.70
- Bank overdraft	-	0.07
	425.86	519.54

21. DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Depreciation on Tangible Assets (Refer Note 3)	378.56	381.86
	378.56	381.86

22 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Rent, Rates & Taxes	10.84	9.62
Fees and subscription	0.14	0.32
Bank Charges	0.06	0.05
Travelling & Conveyance expenses	9.41	9.17
Communication expenses	0.85	1.30
Business Promotion	0.20	0.00
Insurance Charges	20.79	12.01
Car Running & Maint. expenses	0.66	1.56
Repair & Maintenance	1.45	2.24
Legal & Professional Charges	50.39	27.26
Printing & Stationery	1.72	1.52
Payment to auditor	8.26	8.07
Electricity Expenses	1.29	1.90
Donations	8.00	-
Operation & Maintenance Expenses	150.60	143.43
Miscellaneous expenses	3.18	1.89
FA Written Off-Misc	0.47	-
Fair value of investments	(0.03)	0.10
Expected credit loss (recovery)-body corporate	(188.43)	(70.00)
Expected credit loss-related party	181.04	52.56
Impairment allowance on non current investments	-	496.61
	260.89	699.61

Notes :-

(i) Payment to statutory auditors comprise (including indirect tax):

Payment to auditor:	For the Year ended March 31, 2021	For the Year ended March 31, 2020
- Audit fee	5.31	5.31
- Fees for certification	2.66	2.66
- Out of pocket expenses	0.29	0.11
	8.26	8.08

23 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	2.90	(4.42)
	2.90	(4.42)

24 EARNING PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Profit / (Loss) from total operation attributable to equity shareholders	986.73	(395.72)
b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (in Lakhs)	1,657.59	1,657.59
Earning Per share - Basic (₹) (a/b)	0.60	(0.24)
Earning per share - Diluted (₹) (a/b)	0.60	(0.24)
Face value per share (₹)	10.00	10.00

25. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

Revenue of the company is majorly from sale of power to only one customer.

26. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Claims against the Company not acknowledged as debt	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable:-		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Limited*	600.00	600.00
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited **	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited ***	4,300.00	4,300.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Limited (BGEL) ****	3,000.00	3,000.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJPV Limited (LNJPVL) *****	1,000.00	1,000.00

* The Company has provided Guarantee in favour of International Finance Corporation (IFC) along with HEG Limited and RSWM Limited on joint and several basis on behalf of AD Hydro Power Limited (step down subsidiary) for ₹ 600.00 Lakhs (previous year ₹ 600.00 Lakhs).

** The Company has provided corporate guarantee in favour of Raghav Commercial Limited for the term loan of ₹ 2,850.00 Lakhs (previous year ₹ 2,850.00) availed by wholly owned subsidiary M/s BG Wind Power Limited.

*** The Company has provided corporate guarantee in favour of Purvi Vanijya Niyojan Limited for the term loan of ₹ 4,300.00 Lakhs (previous year ₹ 4,300.00) availed by wholly owned subsidiary M/s BG Wind Power Limited.

Share Purchase Agreement of the Company with M/s Hero Wind Energy Private Limited

**** The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, BGEL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty, (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA, (c) due to petition filed by MSEDCL for reclassification of wind zone, or (d) specific indemnity for power failure as mention in SPA.

The liability of company towards indemnity is subject to the aggregate cap of ₹ 7,500.00 Lakhs (except for fraud or willful misrepresentation). Within aggregate cap, the liability of BEL for (a) and (b) shall not exceed ₹ 3,000.00 Lakhs and for (c) and (d) to ₹ 5,500.00 Lakhs. Further, if liability under item (c) does not crystallized within 2 years from closing date i.e. 25th October 2017, then the aggregate cap shall be reduced to ₹ 3,000.00 Lakhs.

Since liability under (c) is not crystallized within two year from the closing date i.e. up to 25th October 2019, so aggregate indemnity is reduced to ₹ 3,000.00 Lakhs.

The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ₹ 40.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation— indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) — for 3 years.

***** The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJPV Limited (LNJPVL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, LNJPVL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty or (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA.

The liability of company towards indemnity under SPA and CCD Purchase Agreement executed on 18th October 2017 amongst Hero, RSWM Limited and LNJPVL is subject to the aggregate cap of ₹ 1,000.00 Lakhs (except for fraud or willful misrepresentation). The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ₹ 15.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation — indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) — for 3 years.

Note- Since the loss allowance was estimated to be nil, the financial guarantee is not recognized in the books.

27. OTHER DISCLOSURES

- a) Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the year 2017-2018, the company has entered into share purchase agreement with its joint venture partner M/s Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ₹ 625.00 Lakhs (Nepali 100,093,750) as against its total investment of ₹ 1,600.00 Lakhs. The due date for sale was 30th June 2018, which was extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party.

Therefore, the Company has made a total impairment of ₹ 1,471.61 Lakhs (Earlier total impairment of ₹ 975.00 Lakhs) for diminution in value of investments as on March 31, 2020. The impairment of ₹ 496.61 Lakhs is debited in statement of profit & loss during the year 2019-2020.

- b) The Company has given undertaking to IDFC Infrastructure Finance Limited, India Infradebt Limited and ICICI Bank Limited for loan of ₹ 8,500.00 Lakhs and ₹ 5,900.00 Lakhs and ₹ 3,700.00 Lakhs respectively availed by Malana Power Company Limited (one of the subsidiary company) to keep the management control and ownership of Malana Power Company Limited (MPCL) at all times during the currency of the facility which would mean (i) holding at least 51% of the issued and paid up equity share capital of MPCL and (ii) the ability to appoint the majority directors on the Board of Directors of MPCL.

The Company has also given undertaking to the lenders of MPCL that it will ensure that Mr. Ravi Jhunjhunwala, his family and associates companies will maintain minimum 51% equity shareholding in the company. The Company has also given undertaking to the lenders of MPCL that it will ensure that MPCL is provided with requisite technical, financial and managerial expertise to perform/ discharge its obligations.

- c) The Company has given undertaking to IDFC Infrastructure Finance Limited, India Infra Debt Fund Limited and IndusInd Bank Limited for loan of ₹ 4,400.00 Lakhs, ₹ 11,700.00 Lakhs and ₹ 16,000.00 Lakhs respectively availed by M/s AD Hydro Power Limited (one of the Subsidiary company) to ensure that Mr. Ravi Jhunjhunwala, his family and associate companies maintain a minimum of 51% equity shareholding in the company i.e. Bhilwara Energy Limited and the company continue to hold at least 51% management control and ownership in Malana Power Company Limited.

28. The company is operating 14 MW (7 WTGs of 2 MW each) wind power project in Maharashtra. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

29. RELATED PARTY DISCLOSURES

- a) **Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).**

(i)	Malana Power Company Limited (MPCL)	- Subsidiary
(ii)	AD Hydro Power Limited (ADHPL)	- Subsidiary of Subsidiary(MPCL)
(iii)	Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
(iv)	NJC Hydro Power Limited (NHPL)	- Subsidiary
(v)	Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
(vi)	BG Wind Power Limited (BGWPL)	- Subsidiary
(vii)	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary

- b) **Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture**

(i) HEG Limited

- c) **Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual**

- (i) Mr. Ravi Jhunjhunwala
(ii) Mr. Riju Jhunjhunwala
(iii) Mr. Rishabh Jhunjhunwala

- d) **Key management personnel and their relatives**

(i)	Mr. Ravi Jhunjhunwala	- Chairman
(ii)	Mr. Riju Jhunjhunwala	- Managing Director
(iii)	Mr. Rishabh Jhunjhunwala	- Managing Director
(iv)	Mr. Krishna Prasad	- Chief Financial Officer
(v)	Mr. Ravi Gupta	- Company Secretary

e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence

- (i) RSWM Limited
- (ii) HEG Limited
- (iii) Maral Overseas Limited(MOL)
- (iv) BMD Private Limited(BMD)
- (v) Bhilwara Technical Textiles Limited(BTTL)
- (vi) Bhilwara Infoway Private Limited
- (vii) Bhilwara Services Private Limited
- (viii) Bhilwara Scribe Private Limited
- (ix) BSL Limited(BSL)
- (x) LNJ Bhilwara Textile Anusandhan Vikas Kendra
- (xi) LNJ Financial Services Limited(LNJFSL)
- (xii) Deepak Knits & Textiles Private Limited
- (xiii) Investors India Limited(IIL)

The following transactions were carried out with the related parties in the ordinary course of business:-

i) Parties referred to in item (a) above Investment as at year end			(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020	
Equity shares in Malana Power Company Limited	18,103.38	18,103.38	
Equity shares in Indo Canadian Consultancy Services Limited	459.82	459.82	
Equity shares in NJC Hydro Power Limited	10,000.00	10,000.00	
Equity shares in BG Wind Power Limited	500.00	500.00	
Equity shares in Balephi Jalvidhyut Company Limited, Nepal*	1600.00	1600.00	
Equity shares in Chango Yangthang Hydro Power Limited**	3,000.00	3,000.00	

*Provision for diminution ₹ 1471.61 Lakhs in value of investment in equity shares of Balephi Jalvidhyut Company Limited, Nepal. The Company is holding 25.60 Lakhs equity shares in current as well as previous year. (Refer note no. 27 (a))

**The value of investment is impaired. Therefore, impairment to the extent of ₹ 3,000.00 Lakhs is charged off in the books of accounts during the previous year and the value of investment has been adjusted accordingly. The Company is holding 600.00 Lakhs equity shares in current as well as previous year. (Refer note no. 4 (#))

Loans & Advances at the year end			(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020	
Chango Yangthang Hydro Power Limited	863.54	820.95	
NJC Hydro Power Limited	6,522.33	6,341.29	
BG Wind Power Limited	2,598.58	1,546.11	
Amount due from subsidiary at the year-end for expenses			
Indo Canadian Consultancy Services Limited	-	3.99	
Amount due to subsidiary at the year-end for expenses			
Malana Power Company Limited	2.46	23.65	
Total	9,986.91	8,735.99	

Loans & advances for expenses given during the year to subsidiary			(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020	
Chango Yangthang Hydro Power Limited	42.59	30.85	
BG Wind Power Limited	1,052.47	786.03	
Indo Canadian Consultancy Services Limited	-	4.30	
NJC Hydro Power Limited	181.04	52.56	

Loans & advances received back including reimbursement of expenses during the year			(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020	
Chango Yangthang Hydro Power Limited	-	1.60	
BG Wind Power Limited	-	770.03	
Indo Canadian Consultancy Services Limited	3.99	-	

Expenses / deposit paid to subsidiary companies during the year (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Reimbursement of salary / other employee benefit expenses (CEO and his PA) to MPCL	72.36	73.04
Reimbursement of insurance expenses by BEL to MPCL	-	3.89
Reimbursement of insurance expenses by ADHPL	0.57	8.21

Guarantees given by the company (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Limited	600.00	600.00
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited	4,300.00	4,300.00

ii) Persons referred to in (c) & (d) (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Salaries and perquisite paid/payable during the year to Mr. Riju Jhunjunwala	40.18	40.18
Salaries and perquisite paid/payable during the year to Mr. Rishabh Jhunjunwala	40.18	40.18
Salaries and perquisite paid/payable during the year to Mr. Krishna Prasad	25.93	27.34
Salaries and perquisite paid/payable during the year to Mr. Ravi Gupta	32.83	34.32

Outstanding from Persons referred to in (c) & (d) (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Mr. Krishna Prasad- Home Loan	4.17	6.17

Security Deposit / Advance from Persons referred to in (c) & (d) (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Mr. Krishna Prasad-Security Deposit for Car	1.77	1.52
Mr. Ravi Gupta-Security Deposit for Car	3.61	3.25

iii) Expenses during the year from the enterprises over which any person described in (c) or (d) is able to exercise significant influence (₹ in Lakhs)

	As at March 31, 2021	As at March 31, 2020
Rent paid to RSWM Limited	7.16	7.16
Reimbursement of common expenses to RSWM Limited	7.99	6.91
Reimbursement of insurance expenses by RSWM Limited	-	12.13
Reimbursement of Mediclaim expenses paid to RSWM Limited	3.44	-
Reimbursement of insurance expenses by BSL Limited	-	0.88
Reimbursement of common expenses by BSL Limited	-	0.20
Reimbursement of Sur Sungam expenses to HEG Limited	-	0.33
Reimbursement of insurance expenses by HEG Limited	-	8.33
Reimbursement of insurance expenses to HEG Limited	1.72	-
Reimbursement of insurance expenses by Maral Overseas Limited	-	10.88
Reimbursement of Mediclaim expenses paid to Maral Overseas Limited	0.41	-
Reimbursement of insurance expenses by IIL to BEL	-	1.51
Reimbursement of Mediclaim expenses by LNJFSL to BEL	-	0.44
Reimbursement of Mediclaim expenses paid to BMD	1.31	-
Reimbursement of insurance expenses by BMD	-	4.15

Compensation of Key Managerial Personnel#

Particulars	As at March 31, 2021 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	36.00	36.00	31.22	24.73	127.95
Defined Contribution Plan	4.18	4.18	1.61	1.21	11.18
Total	40.18	40.18	32.83	25.94	139.13

Particulars	As at March 31, 2020 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	36.00	36.00	32.71	26.13	130.84
Defined Contribution Plan	4.18	4.18	1.61	1.21	11.18
Total	40.18	40.18	34.32	27.34	142.02

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind-AS19 - "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

30. EMPLOYEE BENEFITS PLAN**A. Defined contribution plan (₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
Employer's Contribution to provident fund	11.88	12.85
Total	11.88	12.85

B. Gratuity (unfunded)**Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period - End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	50.12	46.07
Fair value of Plan Assets	-	-
	50.12	46.07
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	50.12	46.07

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Total Charge/(Credit) Recognised in Profit and Loss	6.95	6.61
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	(2.90)	4.42

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation, beginning of period	46.07	36.76
b) Interest Cost on DBO	3.24	2.87
c) Net Current Service Cost	3.71	3.74
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	(1.72)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(2.90)	4.42
k) Defined Benefit Obligation, End of Period	50.12	46.07

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	3.71	3.74
b) Net Interest Cost	3.24	2.87
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	6.95	6.61

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in OCI, (Gain) / Loss Beginning of Period	5.73	1.31
b) Remeasurements Due to :	-	-
1. Effect of Change in Financial Assumptions	(2.14)	6.86
2. Effect of Change in Demographic Assumptions	-	(0.02)
3. Effect of Experience Adjustments	(0.76)	(2.41)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognised in OCI (Gain)/Loss	(2.90)	4.42
d) Amount Recognized in OCI (Gain)/Loss, End of Period	2.83	5.73

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in P&L, End of Period	6.95	6.61
b) Amount recognized in OCI, End of Period	(2.90)	4.42
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	4.05	11.03

6 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability, Beginning of Period	46.07	36.76
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	6.95	6.61
d) Total Remeasurements Recognised in OC (Income)/Loss	(2.90)	4.42
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	-	-
g) Benefits Paid	-	(1.72)
h) Other Events	-	-
i) Balance Sheet (Asset)/Liability, End of Period	50.12	46.07

7 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Expected return on plan assets	-	-
b) Remeasurements on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Unrecognised Asset, Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset, End of Period	-	-

9 The Major Categories of Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Government of India Securities (Central and State)	-	-
b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
c) Equity Shares of listed companies	-	-
d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-
e) Funds Managed by Insurer	-	-
f) Others	-	-
Total	-	-

10 Current / Non-Current Bifurcation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Current liability	1.51	1.36
b) Non-Current liability	48.61	44.71
c) Net Liability	50.12	46.07

11 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Actives	50.12
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	50.12

12 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(6.83)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	8.15
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	8.19
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(6.98)

13 Expected Cash flows for the Next Ten Years (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Year - 2022	1.56
b) Year - 2023	1.68
c) Year - 2024	1.53
d) Year - 2025	1.80
e) Year - 2026	2.12
f) Year - 2027 to 2031	16.88

C. Leave Encashment (Unfunded)
Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	25.27	25.56
Fair value of Plan Assets	-	-
	25.27	25.56
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	25.27	25.56

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation, beginning of period	25.56	22.52
b) Interest Cost on DBO	1.80	1.75
c) Net Current Service Cost	2.46	2.88
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	(2.63)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(4.55)	1.04
k) Defined Benefit Obligation, End of Period	25.27	25.56

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition/Business Combination/Divestiture	-	-
j) Assets Extinguished on Curtailments/ Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Amounts Recognised in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	2.46	2.88
b) Net Interest Cost	1.80	1.75
c) Past Service Cost	-	-
d) Remeasurements	(4.55)	1.04
e) Administration Expenses	-	-
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g) Total Expense /(Income) included in "Employee Benefit Expense"	(0.29)	5.67

4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Remeasurements Due to :		
1. Effect of Change in Financial Assumptions	(1.03)	3.63
2. Effect of Change in Demographic Assumptions	-	(0.01)
3. Effect of Experience Adjustments	(3.52)	(2.58)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
b) Total Remeasurements Recognised (gains) / losses	(4.55)	1.04

5 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability, Beginning of Period	25.56	22.52
b) Total Charge/(Credit) Recognised in Profit and Loss	(0.29)	5.67
c) Acquisition /Business Combination/Divestiture	-	-
d) Benefit Payouts	-	(2.63)
e) Balance Sheet (Asset)/Liability, End of Period	25.27	25.56

6 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Expected return on plan assets	-	-
b) Remeasurements on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

7 Asset Category (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Government of India Securities (Central and State)	-	-
b) High quality corporate bonds (including Public Sector Bonds)	-	-
c) Equity shares of listed companies	-	-
d) Real Estate / Property	-	-
e) Cash (including Special Deposits)	-	-
f) Other (including assets under Schemes of Insurance)	-	-
g) Total	-	-

8 Current / Non-Current Bifurcation		(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020
a) Current liability	1.41	1.43
b) Non-Current liability	23.86	24.13
c) Net Liability	25.27	25.56

9 Defined Benefit Obligation by Participant Status		(₹ in Lakhs)
Particulars	As at March 31, 2021	
a) Actives	25.27	
b) Vested Deferreds	-	
c) Retirees	-	
d) Total Defined Benefit Obligation	25.27	

10 Sensitivity Analysis		(₹ in Lakhs)
Particulars	As at March 31, 2021	
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(3.29)	
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	3.90	
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	3.93	
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(3.37)	

31. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:-

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2021 and March 31, 2020.

1) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Variable rate borrowings	3,985.31	4,545.54
Fixed rate borrowings	-	-
Total	3,985.31	4,545.54

ii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant.

The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2021 and March 31, 2020.

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Effect on Profit if Interest Rate - increases by 25 basis points	(6.52)	(7.43)
Effect on Profit if Interest Rate - decrease by 25 basis points	6.52	7.43

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

2) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there are no material transactions in foreign currency. Hence, no further disclosure is required under this section.

3) Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the group except investment of ₹ 0.59 Lakhs (previous year ₹ 0.59 Lakhs) (which is insignificant commensurate with size of the Company) and the company doesn't deal in commodities.

4) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	7.30	-	7.30	7.30	-	7.30
Loan to related party	9,470.70	2,708.33	6,762.37	8,170.85	2,527.29	5,643.56
Loan to employees	8.11	-	8.11	6.17	-	6.17
Interest accrued on loan to body corporate	-	-	-	188.43	188.43	-
Interest accrued on bank deposit	0.40	-	0.40	10.68	-	10.68
GBI claim receivables	104.32	-	104.32	55.85	-	55.85
Trade receivables	1,104.87	-	1,104.87	67.40	-	67.40
Cash and Cash Equivalents	96.97	-	96.97	1,252.79	-	1,252.79
Fixed deposits more than 3 months but within 12 months	-	-	-	295.00	-	295.00
Unbilled revenue	37.59	-	37.59	39.21	-	39.21

Financial assets to which loss allowance is measured using lifetime Expected Credit Loss (ECL) as on March 31, 2021

(₹ in Lakhs)

Particulars	Not Due	Less than 60 days	60 to 120 days	120 to 180 days	180 to 365 days	More than 365 days	Total
Trade Receivables- Gross Carrying amount	65.92	180.03	80.19	431.78	346.95	-	1,104.87
Carrying amount of Trade receivables	65.92	180.03	80.19	431.78	346.95	-	1,104.87

Financial assets to which loss allowance is measured using lifetime Expected Credit Loss (ECL) as on March 31, 2020

(₹ in Lakhs)

Particulars	Not Due	Less than 60 days	60 to 120 days	120 to 180 days	180 to 365 days	More than 365 days	Total
Trade Receivables- Gross Carrying amount	67.40	-	-	-	-	-	67.40
Interest accrued on loan to body corporate	-	-	-	-	-	188.43	188.43
Expected Loss Rate						100%	-
Expected Credit Losses	-	-	-	-	-	188.43	188.43
Carrying amount of Trade receivables	67.40	-	-	-	-	-	67.40

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customer which is state government run power utility majors. Hence company has not provided for any discounting on time value of money.

b) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2021

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (₹ in Lakhs)
Borrowings	146.78	146.78	301.81	1,302.37	2,087.57	3,985.31
Security deposits from employees	0.15	0.16	0.53	9.66	-	10.50
Trade payable	25.30	-	-	-	-	25.30
Other payable	5.88	-	50.00	-	-	55.88
Salary payable	1.58	-	-	-	-	1.58
Related party payable	2.46	-	-	-	-	2.46

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments as on March 31, 2020

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (₹ in Lakhs)
Borrowings	137.82	137.82	284.59	1,224.50	2,760.81	4,545.54
Security deposits from employees	0.15	0.16	0.53	9.05	-	9.89
Trade payable	0.19	-	-	-	-	0.19
Other payable	5.91	-	50.00	-	-	55.91
Expenses payable	9.58	-	-	-	-	9.58
Related party payable	25.26	-	-	-	-	25.26

32. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Investment in Punjab & Sind Bank Limited	0.09	0.09	0.05	0.05
Security deposits	7.30	7.30	7.30	7.30
Loan to related party	6,762.37	6,762.37	5,643.56	5,643.56
Loan to employees	8.11	8.11	6.17	6.17
Interest accrued on bank deposit	0.40	0.40	10.68	10.68
GBI claim receivables	104.32	104.32	55.85	55.85
Trade receivables	1,104.87	1,104.87	67.40	67.40
Cash and Cash Equivalents	96.97	96.97	1,252.79	1,252.79
Bank Balance more than 12 Month Maturity	-	-	295.00	295.00
Unbilled revenue	37.59	37.59	39.21	39.21
Total Financial Assets	8,122.02	8,122.02	7,378.01	7,378.01
Financial Liabilities				
Borrowings	3,985.31	3,985.31	4,545.54	4,545.54
Security deposits from employees	10.50	10.50	9.89	9.89
Related party payable	2.46	2.46	25.26	25.26
Trade payable	25.30	25.30	0.19	0.19
Other payable	57.46	57.46	65.48	65.48
Total Financial Liabilities	4,081.03	4,081.03	4,646.36	4,646.36

(i) Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

- The following methods and assumptions were used to estimate the fair values:-

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liability

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

(₹ in Lakhs)

Particulars	Carrying amount As at March 31, 2021	Fair value As at March 31, 2021		
		Level 1	Level 2	Level 3
Financial assets				
Investments (quoted)	0.09	-	-	0.09
Total	0.09	-	-	0.09
Financial liabilities				
Borrowings	3,985.31	-	-	3,985.31
Total	3,985.31	-	-	3,985.31

(₹ in Lakhs)

Particulars	Carrying amount	Fair value As at March 31, 2020		
	As at March 31, 2020	Level 1	Level 2	Level 3
Financial assets				
Investments (quoted)	0.05	-	-	0.05
Loan to body corporate	-	-	-	-
Total	0.05	-	-	0.05
Financial liabilities				
Borrowings	4,545.54	-	-	4,545.54
Total	4,545.54	-	-	4,545.54

(ii) **Assumptions and valuation technique used to determine fair value**

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

33. CAPITAL MANAGEMENT**a) Risk management**

The Company's objective when managing capital is to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during the year 2020-21 and 2019-20 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Net Debt	3,888.35	3,292.75
Total equity	33,195.72	32,206.11
Net Debt to Equity Ratio	0.12	0.10

Loan covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

34. DEFERRED TAX

In accordance with Ind-AS 12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ₹ 15,894.09 Lakhs (previous year ₹ 17,178.55 Lakhs) as on March 31, 2021.

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Tax effects constituting deferred tax assets		
Business loss brought/carried forward	16,587.94	16,587.94
Unabsorbed depreciation brought/carried forward	1,873.88	2,863.51
Provision for Leave encashment	25.27	25.56
Provision for Gratuity	50.12	46.07
Total deferred tax assets (a)	18,537.22	19,523.08
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	2,643.12	2,344.53
Total deferred tax liabilities (b)	2,643.12	2,344.53
Net Deferred Tax Asset (a-b)	15,894.09	17,178.55
Less: Valuation Allowance	(15,894.09)	(17,178.55)
Net Deferred tax assets	-	-

35. During the current year, the Company has reclassified below mentioned account balances related to previous year March 31, 2020. The detail of the same is as under:- NIL
36. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term Loans in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 19, 2021.

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

CONSOLIDATED FINANCIAL STATEMENTS
OF



BHILWARA ENERGY LIMITED

CIN : U31101DL2006PLC148862

INDEPENDENT AUDITORS' REPORT (Consolidated)

TO THE MEMBERS OF Bhilwara Energy Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Bhilwara Energy Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2021, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2021, and their consolidated profit, consolidated total comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Material Uncertainty Related to Going Concern

In Subsidiary Chango Yangthang Hydro Power Limited

We draw attention to Note-34(vii)(b) regarding the Board of directors decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to delay and uncertainty in project execution and long delay in Government approvals and licenses lapse, the company has written off Capital Work in progress during the previous year amounting to INR 2,713.18 lakhs. These events or conditions, along with other matters as set forth in Note-35(vii)(d), indicate that there exists material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern since the company was incorporated as a Special Purpose Vehicle for this particular project.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

In Subsidiary ChangoYangthang Hydro Power Limited

We draw attention to Note-34(vii)(b), the company has surrendered Chango Yangthang HEP (180MW) project in Himachal Pradesh and asked for the refund of Upfront premium of INR 3789.45 lakhs and Security Deposit of INR 180 lakhs with interests since the project is not executable purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP has formed a committee to deal with the issues of various projects which includes ChangoYangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed, in which the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project. During the meeting called for by the committee, CHYPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

In View of this, the company has reiterated its demand for refund of money along with the Interest and the management is confident of recovering the Upfront Fees and Security Deposit paid on account of surrender of project, in full. The upfront fee and security deposit as mentioned above have been grouped under Other Non-Current Assets (Note-12) and Non-Current Loans- Security Deposit (Note-7) respectively.

In Subsidiary NJC Hydro Power Limited

We draw attention to Note 34(vi)(a) and (b) to the Ind AS financial statement, which describes the uncertainty relating to the effects of outcome of petition filed by the company with Hon'ble Guwahati High Court for seeking refund of upfront premium as per provisions of MoA, in view of the WII report recommending no construction of Nyamjnag Chhu HEP at site and arbitration notice sent by the company for invoking arbitration as per the directions of the Hon'ble Supreme Court. We are unable to comment on the financial implications and future operations of the company till the final outcome.

In Subsidiary BG Wind Power Limited

We draw attention to 'Note-34(iv)(a)' to the accompanying statement, where the Power Purchase Agreement (PPA) with DISCOM has expired on March 31, 2019. BG Wind Power Limited, Subsidiary is pursuing for Power Purchase Agreement (PPA) with DISCOM @ INR 3.14 per Kwhs per RERC third amendment regulation dated 5th March 2019 for the entire duration of the project. The Discom has yet not renewed the PPA. The Company has continued to recognise Revenue from Sale of Power of INR 554.64 lakhs and Generation Based Incentive (GBI) of INR 89.35 lakhs and shown under Unbilled Revenue as the management of the company believes that PPA will be signed. The company has filed the writ petition with Rajasthan High Court, Jaipur in this regard and the matter is still undecided as hearing is continued.

In Subsidiary Malana Power Company Limited

We draw attention to Note 33(iii)(b) of the financial statements, which describes the uncertainty relating to the effects of

outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL)

In Subsidiary AD Hydro Power Limited

We draw attention to Note 33(iii)(b) of the financial statements, which describes the uncertainty relating to the effects of outcome of litigation with parties using the transmission line.

Our opinion is not modified in respect of matters stated above.

Other Matters

We did not audit the Ind AS financial statements of 4 Subsidiaries including a step-down subsidiary, whose financial statements reflect total assets of INR 2,65,941.30 Lakhs as at 31st March, 2021, total revenues of INR 25,484.75 Lakhs and net cash flows amounting to INR (2755)Lakhs for the year ended on March 31, 2021, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and financial statements certified by the Management.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Holding Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the consolidated financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The Board of Directors of the companies of the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the

Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, Holding Company's Board of Directors is responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The Board of Directors of the companies of the group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue

as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books:
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under

Section 133 of the Act.

- e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2021 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding company incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of Group.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note-33 to the Consolidated Ind AS financial statements.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal

Partner
Membership No. 081810
UDIN: 21081810AAAACY9631

Place: Noida, U.P.
Date: 19th May, 2021

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Our reporting on the internal financial controls over financial reporting is not applicable in respect of one audited subsidiary incorporated outside India.

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting **Bhilwara Energy Limited** (hereinafter referred to as “the Holding Company”) and its six subsidiaries companies (including one step-down subsidiary, which are the Company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary company which is the company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding Company and its subsidiary company which is the company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company and its subsidiary company which is the company incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Holding Company and the subsidiary company, which is the company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 3 subsidiaries (including a step-down subsidiary), which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal

Partner
Membership No. 081810
UDIN: 21081810AAAACY9631

Place: Noida, U.P.
Date: 19th May, 2021

BALANCE SHEET AS AT MARCH 31, 2021 (Consolidated)

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
I ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	3	149,516.35	156,336.16
(b) Capital work-in-progress	4	3,902.15	3,902.15
(c) Other intangible asset	5	6.32	24.53
(d) Financial Assets			
(i) Investments	6	0.09	0.05
(ii) Loans	7	248.94	257.27
(iii) Trade Receivables	9	3,397.24	3,507.57
(iii) Other financial assets	11	4,990.12	4,974.66
(e) Other non-current assets	12	4,102.06	4,004.81
(f) Deferred Tax Assets (Net)	19	-	122.92
		166,163.27	173,130.12
(2) Current Assets			
(a) Financial Assets			
(i) Loans	7	42.97	51.85
(ii) Cash and cash equivalents	8(a)	1,647.07	5,519.06
(iii) Bank balances other than (ii) and above	8(b)	6,473.78	5,549.03
(iv) Trade Receivables	9	2,335.47	624.00
(b) Inventories	10	1,194.42	1,224.30
(c) Other financial assets	11	1,424.95	912.76
(d) Other current assets	12	493.46	471.62
		13,612.12	14,352.62
Total Assets		179,775.39	187,482.74
II EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital	13	16,575.93	16,575.93
(b) Other Equity	14	56,240.64	55,017.40
		72,816.57	71,593.33
(c) Non-Controlling Interest	14	64,462.51	63,114.61
(2) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Long-term borrowings	15	32,623.62	44,082.09
(b) Long-term provisions	21	433.30	479.30
(c) Deferred Tax liability	19	559.75	-
		33,616.67	44,561.39
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Trade Payable	16		
- Total outstanding dues of micro enterprises and small enterprises		1.65	3.05
- Total outstanding dues of trade payable other than micro enterprises and small enterprises		1,561.28	1,415.25
(ii) Other Financial Liabilities	17	6,543.23	5,787.20
(b) Other Current Liabilities	18	229.58	358.41
(c) Short-term provisions	21	283.87	406.60
(d) Current Tax Liabilities	20	260.03	242.90
		8,879.64	8,213.41
Total Equity and Liabilities		179,775.39	187,482.74
Significant Accounting Policies	2		

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972
Krishna Prasad
Chief Financial Officer

Riju Jhunjhunwala
Managing Director
DIN - 00061060
Ravi Gupta
Company Secretary
M.No. F5731

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021 (Consolidated)

		(₹ in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2021	For the year ended March 31, 2020
i Revenue From Operations	22	27,335.21	35,099.81
ii Other Income	23	1,741.64	1,155.80
iii Total Income		29,076.85	36,255.61
iv Expenses			
Wheeling Cost		691.93	644.55
Bulk power transmission charges		2,449.57	2,459.61
Open access charges		1,870.40	1,545.27
Employee benefits expense	24	3,089.83	3,401.76
Finance costs	25	4,919.11	5,719.60
Depreciation/impairment and amortization expense	26	6,971.30	7,612.97
Other expenses	27	3,688.24	4,153.53
v Total Expenses		23,680.38	25,537.29
vi Profit/(loss) before tax		5,396.47	10,718.32
vii Tax Expense	28		
Current tax expenses		1,624.73	2,143.69
Deferred tax (credit)/charge		(44.15)	1,075.91
Tax related to earlier years		208.45	-
viii Total Tax Expense		1,789.03	3,219.60
ix Profit/(loss) for the year end		3,607.44	7,498.72
x Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	29		
- Re-measurement gains/ (losses) on defined benefit plans		90.17	(104.17)
- Income Tax relating Re-measurement losses on defined benefit plans		(13.72)	9.50
xi Other Comprehensive Income / (Expense) for the year		76.45	(94.67)
xii Total comprehensive Income for the year, net of tax		3,683.89	7,404.05
Profit for the year attributable to:-			
Owners of the parent		1,279.59	2,932.24
Non-controlling interest		2,327.85	4,566.48
		3,607.44	7,498.72
Other comprehensive income / (expense) for the year attributable to:-			
Owners of the parent		44.36	(46.61)
Non-controlling interest		32.09	(48.06)
		76.45	(94.67)
Total comprehensive income for the year attributable to:-			
Owners of the parent		1,323.95	2,885.63
Non-controlling interest		2,359.94	4,518.42
		3,683.89	7,404.05
xiii Paid-up equity share capital (of ₹ 10/- each fully paid)		16,575.93	16,575.93
xiv Other equity		56,240.64	55,017.40
xv Earnings per Equity Shares	30		
1) Basic (in ₹)		0.77	1.77
2) Diluted (in ₹)		0.77	1.77

Significant Accounting Policies

2

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810
Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972
Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060
Ravi Gupta
Company Secretary
M.No. F5731

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021 (Consolidated)

a. Equity Share Capital			(₹ in Lakhs)
Particulars	No. of Shares	Amount	
Balance as at April 1, 2019			
Balance at the beginning of the reporting year	165,759,311	16,575.93	
Changes in equity share capital during the year	-	-	
Balance as at March 31, 2020	165,759,311	16,575.93	
Balance as at April 1, 2020			
Balance at the beginning of the reporting year	165,759,311	16,575.93	
Changes in equity share capital during the year	-	-	
Balance as at March 31, 2021	165,759,311	16,575.93	

b. Other equity									(₹ in Lakhs)
Particulars	Reserves & Surplus				Items of OCI	Total	Non-Controlling Interest	Total	
	Capital Reserve	Capital Reserve on consolidation	Securities Premium	Surplus in Statement of Profit and Loss	Remeasurements of the net defined benefit Plans				
Balance as at April 1, 2019	599.19	13,995.04	41,641.56	(4,115.24)	11.24	52,131.79	58,596.19	110,727.98	
Profit during the year	-	-	-	2,932.22	-	2,932.22	4,566.48	7,498.70	
Comprehensive income for the year									
Re-measurement gains/ (losses) on defined benefit plans	-	-	-	-	(51.45)	(51.45)	(52.72)	(104.17)	
Income Tax relating Re-measurement losses on defined benefit plans	-	-	-	-	4.84	4.84	4.66	9.50	
Total comprehensive income for the year	-	-	-	2,932.22	(46.61)	2,885.61	4,518.42	7,404.03	
Balance as at March 31, 2020	599.19	13,995.04	41,641.56	(1,183.02)	(35.37)	55,017.40	63,114.61	118,132.01	
Balance as at April 1, 2020	599.19	13,995.04	41,641.56	(1,183.02)	(35.37)	55,017.40	63,114.61	118,132.01	
Profit during the year	-	-	-	1,279.60	-	1,279.60	2,327.85	3,607.45	
Ind AS Adjustment	-	-	-	(106.63)	-	(106.63)	-	(106.63)	
Less-Transfer to Profit & Loss Account	-	-	-	5.90	-	5.90	-	5.90	
Comprehensive income for the year									
Interim dividend paid during the year	-	-	-	-	-	-	(1,012.03)	(1,012.03)	
Re-measurement gains/ (losses) on defined benefit plans	-	-	-	-	50.88	50.88	39.29	90.17	
Income Tax relating Re-measurement losses on defined benefit plans	-	-	-	-	(6.51)	(6.51)	(7.21)	(13.72)	
Total comprehensive income for the year	-	-	-	1,178.87	44.37	1,223.24	1,347.90	2,571.14	
Balance as at March 31, 2021	599.19	13,995.04	41,641.56	(4.15)	9.00	56,240.64	64,462.51	120,703.15	

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021 (Consolidated)

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net operating profit/(loss) before tax	5,396.47	10,718.32
Depreciation of Property Plant and Equipment	6,953.16	7,603.61
Amortisation of Intangible Assets	18.14	9.36
Transfer of Motor vehicle	-	(0.49)
Gain on disposal of Property, plant and equipment	(12.77)	(18.98)
Provision for Gratuity and leave encashment	79.28	140.28
Finance Cost	4,919.11	5,719.60
Claim for generation loss / PLF / machine availability	(125.63)	(164.37)
Interest Income	(1,741.64)	(974.76)
Impairment in value capital work-in-progress (CWIP)	175.51	62.76
Expected credit loss-body corporate	(188.43)	(70.00)
Bad Debt written off	15.91	2.39
Fair valuation of Investment	(0.04)	0.10
	15,489.07	23,027.82
Working Capital Adjustments:		
Adjustments for (increase)/ decrease in Operating Assets		
(Increase) / Decrease in Non Current Financial Asset	17.21	545.25
(Increase) / Decrease in Non Current Other Financial Asset	(15.46)	(876.21)
(Increase) / Decrease in Other Non Current Asset	(97.25)	1,037.93
(Increase) / Decrease in Trade Receivables	(1,601.14)	(209.75)
(Increase) / Decrease in Inventories	29.88	(61.70)
(Increase) / Decrease in Current Other Financial Assets	(512.19)	(154.29)
(Increase) / Decrease in Other Current Assets	(21.84)	34.05
Adjustments for increase/ (decrease) in Operating Liabilities		
Increase / (Decrease) in Trade payable	144.63	(1,343.75)
Increase / (Decrease) in Current Other Financial Liabilities	756.03	(137.84)
Increase / (Decrease) in Other Current liabilities	(128.83)	121.11
Increase / (Decrease) in Current Provision	(122.73)	40.87
Increase / (Decrease) in Non Current Provision	(46.00)	85.20
Increase / (Decrease) in Current Tax Liability	699.80	(895.92)
Cash flow (used) in/ from Operating Activities	14,591.18	21,212.77
Income tax paid (net of refund)	(858.57)	(1,619.07)
Net cash flow (used) in/ from Operating Activities	13,732.61	19,593.70
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and Equipment	(153.14)	(152.76)
Proceeds from fixed assets	284.96	690.85
Addition to Capital work in progress	(173.17)	(60.41)
Interest received	804.14	903.90
(Increase) in Bank Fixed Deposit\ Bank Balance other than Cash & Cash Equivalent	(924.75)	21,070.00
Net cash flow (used) in/ from Investing Activities	(161.96)	22,451.58

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
C. CASH FLOW FROM FINANCING ACTIVITIES		
(Repayment) Long-term borrowings during the year	(12,494.92)	(46,048.35)
Proceeds Long-term borrowings during the year	1,052.47	13,046.06
Payment of finance cost	(4,988.16)	(5,799.43)
Bank overdraft	-	242.10
Interim Dividend paid during the year - NCI	(1,012.03)	-
Net cash (used) in/ from Financing Activities	(17,442.64)	(38,559.62)
Net increase/(decrease) in Cash & Cash equivalent	(3,871.99)	3,485.66
Cash & Cash equivalent at the beginning of the year	5,519.06	2,033.40
Cash & Cash equivalent at the year ended	1,647.07	5,519.06

Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
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Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021 (Consolidated)

1. CORPORATE INFORMATION

Bhilwara Energy Limited-(BEL) is a public limited company incorporated on 17th May, 2006 under the Companies Act, 1956. BEL (holding company) together with its subsidiaries is hereinafter referred to as the 'Group'. Group is engaged in the establishment, operation and maintenance of power generating stations and tie- lines, sub-stations and main transmission lines connected therewith. Operation and maintenance of such power generating stations, tie-lines, sub- stations and main transmission lines as are assigned to it by the competent Government or Governments. Group has various projects under operation including 14 MW wind power project in Kolhapur (BEL), 86 MW hydro power project (MPCL), 192 MW Hydro power project (ADHPL), 20 MW wind project (BGWPL).

The subsidiaries considered in the consolidated financial statements are:

Name of subsidiary/ step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on March 31, 2021 (%)	Proportion of ownership as on March 31, 2020 (%)
1. Malana Power Company Limited	MPCL	India	51.00%	51.00%
2. AD Hydro Power Limited (ADHPL) (88% subsidiary of MPCL)	ADHPL	India	44.88%	44.88%
3. BG Wind Power Limited	BGWPL	India	100.00%	100.00%
4. Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%
5. NJC Hydro Power Limited	NJCHPL	India	100.00%	100.00%
6. Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%
7. Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%

2. Significant accounting policies

2.1 Basis of preparation

In accordance with the notification issued by the Ministry of Corporate Affairs, Group, with effect from 1st April 2016, has adopted Indian Accounting Standards (the 'Ind AS') notified under the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amended) Rules, 2016. The Group has prepared its consolidated financial statements in accordance with accounting standards as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (referred to as 'Indian GAAP').

The consolidated financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

These consolidated financial statements have been prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair value, as explained in accounting policies.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiary as at March 31, 2021. Control is achieved when Group is exposed, or has right, to variable return from its involvement with the investee and has the ability to affect those returns through its power over the investee. Group re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control.

Consolidation of a subsidiary begins when Group obtains control over the subsidiary and ceases when Group loses control of the subsidiary. Assets, Liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date Group gains control until the date Group ceases to control the subsidiary. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statement in preparing the consolidated financial statements to ensure conformity with Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Group, i.e. year ended on March 31. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of Group and to the non-controlling interests, even if the results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with Group accounting policies. All intra-Group assets and liabilities, equity,

income, expenses and cash flows relating to transactions between members of Group are eliminated in full on consolidation.

Consolidation Procedure

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows to the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combination policy explains how to account for any related goodwill.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statement. Ind AS 12 Income tax applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

In cash of MPCL

Amendments in IND AS

Amendments to Ind AS 116- Covid-19 related rent concessions

The amendment provide practical relief to lessors in accounting for rent concessions occurring as a direct consequence of Covid-19, by introducing a practical expedient to Ind AS 116. The practical expedient permits a lessee to introduce an optional practical expedient that simplifies how a lessee accounts for rent concessions that are a direct consequence of Covid-19. A lessee that applies the practical expedient is not required to assess whether eligible rent concessions are lease modifications. A lessee that makes this election shall account for any change in lease payments resulting from Covid-19 related rent concession the same way it would account for the change applying Ind AS 116 if the change were not a lease modification.

The practical expedient will only apply if:

- a) The revised consideration is substantially the same or less than the original consideration;
- b) The reduction in lease payments relates to payments due on or before 30 June 2021; and
- c) No other substantive changes have been made to the terms of the lease.

Lessees applying the practical expedient are required to disclose:

- a) That fact, if they have applied the practical expedient to all eligible rent concessions and, if not, the nature of the contracts to which they have applied the practical expedient; and
- b) The amount recognised in profit or loss for the reporting period arising from application of the practical expedient.

No practical expedient is provided for lessors. Lessors are required to continue to assess if the rent concessions are lease modifications and account for them accordingly.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these financial statements.

Amendment to Ind AS 109 and Ind AS 107 - Interest Rate Benchmark Reform

These amendments modify specific hedge accounting requirements to allow hedge accounting to continue for affected hedges during the period of uncertainty before the hedged items or hedging instruments affected by the current interest rate benchmarks are amended as a result of the on-going interest rate benchmark reforms.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these financial statements.

In cash of ADHPL

Amendments in IND AS

Amendments to Ind AS 116- Covid-19 related rent concessions

The amendment provide practical relief to lessors in accounting for rent concessions occurring as a direct consequence of Covid-19, by introducing a practical expedient to Ind AS 116. The practical expedient permits a lessee to introduce an optional practical expedient that simplifies how a lessee accounts for rent concessions that are a direct consequence of Covid-19. A lessee that applies the practical expedient is not required to assess whether eligible rent concessions are lease modifications. A lessee that makes this election shall account for any change in lease payments resulting from Covid-19 related rent concession the same way it would account for the change applying Ind AS 116 if the change were not a lease modification.

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- a) The revised consideration is substantially the same or less than the original consideration;
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- c) No other substantive changes have been made to the terms of the lease.

Lessees applying the practical expedient are required to disclose:

- a) That fact, if they have applied the practical expedient to all eligible rent concessions and, if not, the nature of the contracts to which they have applied the practical expedient; and

- b) The amount recognised in profit or loss for the reporting period arising from application of the practical expedient. No practical expedient is provided for lessors. Lessors are required to continue to assess if the rent concessions are lease modifications and account for them accordingly.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these financial statements.

Amendments to Ind AS 1 and Ind AS 8 - Definition of "material"

The Company has adopted the amendments to Ind AS 1 and Ind AS 8. The amendments make the definition of material in Ind AS 1 easier to understand and are not intended to alter the underlying concept of materiality in Ind AS 8. The concept of 'obscuring' material information with immaterial information has been included as part of the new definition.

The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'. The definition of material in Ind AS 8 has been replaced by a reference to the definition of material in Ind AS 1. In addition, the MCA amended other standards that contain the definition of 'material' or refer to the term 'material' to ensure consistency.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these financial statements.

Amendment to Ind AS 109 and Ind AS 107 - Interest Rate Benchmark Reform

These amendments modify specific hedge accounting requirements to allow hedge accounting to continue for affected hedges during the period of uncertainty before the hedged items or hedging instruments affected by the current interest rate benchmarks are amended as a result of the on-going interest rate benchmark reforms.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these financial statements.

2.3 Summary of significant accounting policies

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle
- b) Held primarily for the purpose of trading
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least
- e) twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:-

- a) It is expected to be settled in normal operating cycle
- b) It is held primarily for the purpose of trading
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

i. Service Concession Arrangements

Management has assessed applicability of Appendix-A of Ind AS 11: Service Concession Arrangements to power distribution arrangements entered into by the Group. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on

detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

ii. Arrangement to be classified as lease

Management has assessed applicability of Appendix-C of Ind AS-17 Arrangement to be classified as Lease. In assessing the applicability to arrangements entered into by the company, management has exercised the judgment to evaluate the right to use the underlying asset, substance of the transaction including legally enforced arrangements and other significant terms and conditions of the arrangement to conclude whether the arrangement meets the criteria under Appendix-C to Ind AS-17.

iii. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Group. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Group believes that the useful life best represents the period over which the Group expects to use these assets.

iv. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the amount can be reliably measured.

Sale of Electricity

Revenue from sale of electricity is recognised on the basis of billable electricity (over and above free supply to HP State Government) scheduled to be transmitted to the customers, which approximates the actual electricity transmitted.

Consultancy services

Revenue comprises income received on account of consultancy fees for the services rendered and recognised on accrual basis.

Voluntary Emission Rights (VER)

Revenue is recognised as and when the VERs is sold and it is probable that the economic benefits will flow to the Group.

Carbon Credit Entitlement / Certified Emission Reductions (CER)

In process of generation of hydro-electric power, the Group also generates carbon emission reduction units which may be negotiated for price in international market under Clean Development Mechanism (CDM) subject to completing certain formalities and obtaining certificate of Carbon Emission Reduction (CER) as per Kyoto Protocol. Revenue from CER is recognised as and when the CER's are certified and ultimate collections are made for the same.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Renewable Energy Certificate (REC)

Gross proceeds from sale of Renewable Energy Certificates (RECs) are recognized when all the significant risks and rewards of ownership of RECs have been passed to the buyer, usually on delivery of the RECs at actual rate of realization.

Sale of scrap

Revenue in respect of sale of scrap is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer.

Transmission lines

Revenue from transmission income is recognized on accrual basis

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment with mutual funds and others is recognized when the right to receive payment is established.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

i. In case of holding company

Depreciation on tangible fixed assets is provided on the straight-line-method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Asset description	Useful Life
Plant & machinery	22 Years
Other equipment	05-10 Years
Computers and Equipment's	03-06 Years
Vehicle	08 Years
Furniture & fixtures	10 Years

ii. In case of MPCL & ADHPL

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013 except in case of roads which has been taken as 7 years based on technical evaluation. The Group has used the following rates to provide depreciation on its fixed assets.

Asset description	Useful Life
Other buildings	60 Years
Plant and machinery used in generation, transmission and distribution of power.	40 Years
Transmission lines	40 Years
Factory buildings	30 Years
Plant and equipment	15 Years
Furniture and fixtures	10 Years
Electrical installations	10 Years
Vehicles	08 Years
Computers and data processing equipment	03-06 Years
Office equipment	05 Years
Roads	10 Years
Software	03 Years

iii. In case of BG Wind

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

On Plant and Machineries (Wind Turbine Generator)

Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

e) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years, except in case of BG wind where the expected useful life does not exceed 5years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Inventory Valuation

Inventories comprising of components of stores and spares are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

h) Impairment of Non-Financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments

All equity investments in scope of Ind AS-109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS-103 applies are classified as at FVTPL. For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from Group's consolidated balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement. And either (a) Group has transferred substantially all the risks and rewards of the asset, or (b) Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b. Financial assets that are debt instruments and are measured as at FVTOCI
- c. Lease receivables under Ind AS 17
- d. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18

- e. Loan commitments which are not measured as at FVTPL
- f. Financial guarantee contracts which are not measured as at FVTPL

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis. The Group does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Financial Guarantee Contracts

Financial Guarantee Contracts issued by the group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of debt instrument. Financial Guarantee Contracts are recognised initially as a liability at fair value, adjusted for transactions cost that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations.

If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

i. Provident fund and superannuation plans

Retirement benefits in the form of provident fund and superannuation plans are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

ii. Gratuity

Group's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund.

The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

iii. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

iv. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

The Company presents its leave, gratuity as current and non-current based on the actuarial valuation.

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. In the situations where the Group is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Group's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Non-Current Asset held for Sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned.

The group treats sale/ distribution of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

n) Preoperative Expenses

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/ debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

o) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

p) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

q) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

r) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

s) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset.

The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

t) Fair Value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

3 PROPERTY, PLANT & EQUIPMENT**(₹ in Lakhs)**

Particulars	Tangible Assets										
	Freehold land	Freehold building	Civil/ Hydraulic Work	Transmission line	Plant and Machinery	Project Equipment	Electrical Installation	Office Equipments	Furniture and Fixtures	Computers	Vehicles
Cost or valuation											
As at April 1, 2019	3,629.52	30,484.48	102,070.46	44,363.91	77,937.45	0.39	605.35	208.99	197.99	141.16	405.01
Additions	-	-	-	-	102.33	-	1.35	8.09	1.78	20.85	18.36
Disposals	-	-	-	-	38.88	-	1.84	5.89	1.17	4.03	81.41
As at March 31, 2020	3,629.52	30,484.48	102,070.46	44,363.91	78,000.90	0.39	604.86	211.19	198.60	157.98	341.96
As at April 1, 2020	3,629.52	30,484.48	102,070.46	44,363.91	78,000.90	0.39	604.86	211.19	198.60	157.98	341.96
Additions	-	-	-	-	22.01	-	43.96	9.84	4.81	17.08	55.44
Disposals	-	-	-	26.60	-	0.16	3.97	6.84	1.69	33.48	31.95
As at March 31, 2021	3,629.52	30,484.48	102,070.46	44,337.31	78,022.91	0.23	644.85	214.19	201.72	141.58	365.45
Depreciation											
As at April 1, 2019	-	20,284.40	35,349.61	13,614.97	24,830.54	0.39	525.06	154.67	171.24	113.45	199.26
Charge for the year	-	2,330.72	2,014.30	912.70	2,269.45	-	13.71	13.17	2.76	12.25	35.29
Disposals	-	-	-	-	30.15	-	1.72	5.53	0.89	3.88	77.75
As at March 31, 2020	-	22,615.12	37,363.91	14,527.67	27,069.84	0.39	537.05	162.31	173.11	121.82	156.80
As at April 1, 2020	-	22,615.12	37,363.91	14,527.67	27,069.84	0.39	537.05	162.31	173.11	121.82	156.80
Charge for the year	-	1,679.01	2,008.79	910.21	2,266.07	-	11.50	17.84	2.80	16.70	34.36
Disposals	-	-	-	8.21	-	0.16	3.79	6.63	1.27	32.47	26.49
As at March 31, 2021	-	24,294.13	39,372.70	15,429.67	29,335.91	0.23	544.76	173.52	174.64	106.05	164.67
Impairment*											
As at April 1, 2020	-	-	-	-	1,000.00	-	-	-	-	-	-
Disposal/Decapitalisation	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2021	-	-	-	-	1,000.00	-	-	-	-	-	-
Net Block											
As at March 31, 2020	3,629.52	7,869.36	64,706.55	29,836.24	49,931.06	-	67.81	48.88	25.49	36.16	185.16
As at March 31, 2021	3,629.52	6,190.35	62,697.76	28,907.64	47,687.00	-	100.09	40.67	27.08	35.53	200.78

Notes :**In case of BGWPL**

*Impairment: The management has provided impairment of ₹ 1,000.00 Lakhs during the financial year 2017-18, based on fair market value determined by independent valuer.

In case of MPCL

All the assets are owned by the Company except as mentioned otherwise.

- 1) Building, bridges and roads includes cost of road ₹ 1,228.38 Lakhs (Previous year ₹ 1,228.38 Lakhs) and written down value of ₹ 61.42 Lakhs (previous year ₹ 61.42 Lakhs) constructed on forest land diverted for the project under irrevocable right to use.
- 2) Transmission Lines includes ₹ 41.81 Lakhs (Previous year ₹ 41.81 Lakhs) and accumulated depreciation of ₹ 20.50 Lakhs as on March 31, 2021 (including depreciation charged during the period is of ₹ 1.05 Lakhs) towards cost of land and compensation paid to Forest Department for construction of Transmission towers under irrevocable right to use.
- 3) Refer note #14 (MPCL Stand-alone) for the information on Property, Plant and Equipment pledged as security.

In case of ADHPL

All the assets are owned by the Company except as mentioned otherwise.

1. Building and roads includes cost of roads ₹ 129.03 Lakhs constructed on land acquired for the project under irrevocable right to use.
2. Gross block of transmission line includes payment for 'Right to use' amounting to ₹ 5,253.98 Lakhs and accumulated depreciation of ₹ 1,384.39 Lakhs as on March 31, 2021 (including depreciation charged during the period is of ₹ 131.35 Lakhs). Right to use' is a irrevocable perpetual right of use of land, but the ownership of land does not vest with the Company.
3. Land includes ₹ 2,999.04 Lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of Company has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers amounting ₹ 705.75 Lakhs and the mutation is in progress.
4. Refer note #14 (ADHPL Stand-alone) for the information on Property, Plant and Equipment pledged as security.

In case of NHPL

During the year the depreciation amount shown under CWIP in Note 4

4 CAPITAL WORK-IN-PROGRESS

(₹ in Lakhs)

Particulars	Total
As at April 1, 2019	4,398.77
Additions	60.41
Less: CWIP Adjustment- Balephi Jalvidyut Co Ltd.	496.61
Less: CWIP Adjustment- Malana Power Co Ltd.	-
Less: CWIP Adjustment- BGWPL	-
Less: CWIP Impairment- NHPL	60.42
As at March 31, 2020	3,902.15
As at April 1, 2020	3,902.15
Additions	173.17
Less: CWIP Adjustment- Balephi Jalvidyut Co Ltd.	-
Less: CWIP Adjustment- Malana Power Co Ltd.	-
Less: CWIP Adjustment- BGWPL	-
Less: CWIP Impairment- NHPL*	173.17
As at March 31, 2021	3,902.15

*CWIP Impairment-NHPL

The company has impaired its investment in one of the subsidiary namely NJC Hydro Power Ltd on the basis of the internal assessment of the management keeping in view of the indicators of the impairment resulting into reduction in the Capital Work-in-Progress by ₹ 12,389.30 Lakhs as per IND AS 110. During the year an amount of ₹ 173.17 Lakhs further impairment has been done.

5 OTHER INTANGIBLE ASSET

(₹ in Lakhs)

Particulars	Software	Total
Cost or valuation		
As at April 1, 2019	123.72	123.72
Additions	-	-
Disposals	0.60	0.60
As at March 31, 2020	123.12	123.12
As at April 1, 2020		
Additions	-	-
Disposals	7.10	7.10
As at March 31, 2021	116.02	116.02
Depreciation		
As at April 1, 2019	89.83	89.83
Charge for the year	9.36	9.36
Disposals	0.60	0.60
As at March 31, 2020	98.59	98.59
As at April 1, 2020	98.59	98.59
Charge for the year	18.14	18.14
Disposals	7.03	7.03
As at March 31, 2021	109.70	109.70
Net Block		
As at March 31, 2020	24.53	24.53
As at March 31, 2021	6.32	6.32

6 INVESTMENTS (NON-CURRENT)

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Investment in others (quoted)		
489 (Previous year 489) equity shares of ₹ 10 each fully paid up of Punjab & Sind Bank Ltd. [Market value of the investment ₹ 0.09 Lakhs (Previous year ₹ 0.05 Lakhs)]	0.09	0.05
	0.09	0.05
Aggregate amount of quoted investments	0.59	0.59
Market value of quoted investments	0.09	0.05
Investments carried at fair value through statement of profit and loss	0.09	0.05

7 LOANS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
(a) SECURITY DEPOSITS				
Security deposits*	199.36	199.36	4.10	4.60
Deposit with NSDL	1.50	1.50	-	-
Security Deposits (SLDC-QCA)	8.00	8.00	-	-
Loan to employees	40.08	48.41	38.87	47.25
	248.94	257.27	42.97	51.85

In case of CHYPL

* In March 2014, the company deposited security ₹ 180.00 Lakhs to Government of Himachal Pradesh for Chango Yangthang HEP (180 MW).

8 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Cash & Cash Equivalents		
- Balance with banks		
On Current Accounts	308.51	1,486.19
In Deposit Accounts (with original maturity less than 3 months)	1,328.59	4,021.00
- Cash on hand	9.97	11.87
	1,647.07	5,519.06
(b) Bank balances (other than cash and cash equivalents)		
Margin money (held as security)*	2,962.78	3,764.03
Fixed deposits more than 3 months but less than 12 months)	3,511.00	1,785.00
	6,473.78	5,549.03

Note:-**In case of ADHPL**

*Out of total margin money ₹ 2,414.00 Lakhs (previous year ₹ 3,700.00 Lakhs) held as margin money with IDBI Trustee for repayments of borrowings and balance held as security deposit with banks for non fund based limit.

9 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Secured, Considered Good				
Unsecured, considered good*	3,397.24	3,507.57	2,335.47	624.00
Credit impaired	316.68	316.68	28.33	14.71
Less: Provision for expected credit loss	(316.68)	(316.68)	(28.33)	(14.71)
	3,397.24	3,507.57	2,335.47	624.00

In case of Holding Company

Note : The average credit period for the Company's receivables from its generation and transmission business is in the range of 60 days.

In case of ICCS

*The Debtors Outstanding more than 180 days amount to ₹ 280.83 Lakh, The Management is confident to recover all outstanding, Hence no Provision required.

In case of ADHPL

Note : The average credit period for ADHPL receivables from its generation and transmission business is in the range of 7 to 10 days.

* Refer Note No. 29.3 (ii) and (iii)-(ADHPL Stand-alone)

In case of MPCL

Note : The average credit period for MPCL receivables from its generation and transmission business is in the range of 5 to 7 days

*Out of the total outstanding amount mentioned above, MPCL has receivables balance from HPSEBL for usage of transmission line amounting ₹ 475.39 Lakhs (Previous year ₹ 395.35 Lakhs). The amount is fully recoverable which will be received once the matter mentioned in footnote to Note 7(b) and 31.1(ii) will be finally disposed off.

10 INVENTORIES

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Stores and spares*(**)	1,192.39	1,215.82
Scrap	2.03	8.48
	1,194.42	1,224.30

In case of ADHPL * & MPCL**

* Includes store lying with third parties ₹ 55.57 Lakhs (previous year ₹ 48.63 Lakhs)

**Includes store lying with third parties ₹ 0.43 Lakhs (previous year ₹ 1.88 Lakhs)

11 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
GBI claim receivable	-	-	212.26	112.12
Deposit with maturity more than 12 month*	3.40	4.40	-	-
Amount paid under protest #	35.00	35.00	-	-
Unbilled revenue	-	-	1,025.88	614.63
Recoverable from Himachal Pradesh State Electricity Board Limited (Net)**	1,863.14	1,866.92	-	-
Interest accrued on loan to body corporate				
- Interest accrued doubtful	-	-	-	188.43
- Less: Expected credit loss	-	-	-	(188.43)
Interest accrued on bank deposit	-	-	125.39	135.80
Retention money	28.58	8.34	-	-
Advance for Bara Banghal project [including ₹ 681.88 Lakhs (previous year ₹ 681.88 Lakhs) towards consultancy and other expenses on the project] (Unsecured, considered doubtful)				
- Unsecured, considered good	3,060.00	3,060.00	-	-
- Unsecured, considered doubtful	3,741.84	3,741.84	-	-
Less : Provision against upfront premium (Refer Note-35 of MPCL-SA)	(3,741.84)	(3,741.84)	-	-
Advances recoverable in cash and kind (from others) ##	-	-	61.42	50.21
	4,990.12	4,974.66	1,424.95	912.76

Notes: -
In case of ADHPL

*Fixed deposit of ₹ 3.40 Lakhs (previous year ₹ 3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority

Includes an amount of ₹ 35.00 Lakhs (previous year ₹ 35.00 Lakhs) paid under protest (Refer note No.29.1(C) of ADHPL Standalone)

In case of ICCSL

*Represents FDR Current Nil (previous year ₹ 1.00 Lakhs) Under Lien having maturity of more than 12 months

##Advances recoverable in cash and kind (from others) (Net of Defined Benefit Obligation of ₹ 73.28 Lakhs (Previous Year ₹ 120.14 Lakhs)

In case of MPCL

** In relation to wheeling charges matter (as fully described in Note 31.1(ii)) of MPCL Standalone), during earlier years, the High Court of Himachal Pradesh directed MPCL to deposit ₹ 1,000 Lakhs with the registry of the Court, which was deposited by MPCL on January 24, 2018. Thereafter, Hon'ble Supreme Court vide order dated July 22, 2019 directed MPCL to further deposit ₹ 1,816.75 lakhs which MPCL deposited on August 14, 2019. Also, MPCL has payable balance to HPSEBL related to wheeling charges amounting ₹ 953.61 Lakhs as on March 31, 2021 which has been off settled by MPCL against the aforementioned deposits as HPSEBL has withdrawn ₹ 1,000.00 Lakhs from the High court of Himachal Pradesh (as it was permitted to do so). Net balance of ₹ 1,863.14 Lakhs (Previous year ₹ 1,866.92 Lakhs) has been disclosed in other financial assets as on March 31, 2021.

12 OTHER ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Considered good, Unless otherwise stated				
TDS receivable & advance taxes*	229.42	178.63	-	-
Mat Credit Entitlement	34.10	-	-	-
Upfront premium**	3,789.45	3,789.45	-	-
Capital advances	-	-	62.04	62.04
Advance to creditors/capital creditors	-	-	135.52	91.54
Advances recoverable	-	-	7.76	22.94
Advances to employees	-	-	38.83	52.36
Prepaid expenses #	49.09	36.73	196.40	194.48
Advances to Suppliers				
- Unsecured, considered good	-	-	52.91	48.26
- Unsecured, considered doubtful	-	-	849.40	849.40
- Less: Provision for doubtful advances	-	-	(849.40)	(849.40)
	4,102.06	4,004.81	493.46	471.62

#As per the agreement with Inox (Inox Wind Limited and Inox Wind Infrastructure Services Limited), turnkey service provider, lease hold rights (sub lease) of land is in the process of execution in favour of the company. Therefore, the Management of the company has classified this sub lease as Operating Lease and treatment done as per Ind AS 17.

In case of ICCS

*The TDS Receivable Amount to ₹ 20.58 Lakhs pertaining to previous years on or before A.Y. 2019-2020, The Management is confident to recover all TDS amount, Hence no Provision / written off is required.

In case of MPCL

*Advance Income Tax (net of provisions of ₹ 9,210.23 Lakhs, ₹ 9,767.52 Lakhs in 2019-2020).

In case of ADHPL

*Advance Income tax (net of provisions of ₹ 640.76 Lakhs, ₹ 668.92 Lakhs in 2019-2020).

In case of CHYPL

**The management of the company is of the view that the upfront premium deposited at the time of allotment amounting to ₹ 3,789.45 Lakhs would be refunded by the Directorate of Energy, Government of Himachal Pradesh on surrender of the project due to the events beyond the control of the company.

13 EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Authorised		
2,000.00 Lakhs (previous year 2,000.00 Lakhs) equity shares of ₹ 10 each	20,000.00	20,000.00
40.00 Lakhs (previous year 40.00 Lakhs) cumulative redeemable preference shares of ₹ 100 each	4,000.00	4,000.00
	24,000.00	24,000.00
Issued,subscribed and fully paid up		
16,57,59,311 (previous year 16,57,59,311) equity shares of ₹10 each fully paid up	16,575.93	16,575.93
Total Issued,subscribed and fully paid up share capital	16,575.93	16,575.93

Notes:**(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year**

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Shares outstanding at the beginning of the year	165,759,311	16,575.93	165,759,311	16,575.93
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	165,759,311	16,575.93	165,759,311	16,575.93

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	% holding	No. of shares	% holding
Name of the Share Holders				
Equity shares of ₹ 10 each fully paid up				
HEG Limited	81,232,560	49.01%	81,232,560	49.01%
RSWM Limited	12,524,960	7.56%	12,524,960	7.56%
Ravi Jhunjhunwala	9,988,966	6.03%	9,634,591	5.81%
LNJ Spark Advisory LLP	35,469,782	21.40%	35,469,782	21.40%
International Finance Corporation	8,360,238	5.04%	8,360,238	5.04%
	147,576,506	89.03%	147,222,131	88.81%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

- (d) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

14 OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a. Capital Reserve		
Balance at the beginning of the Financial year	599.19	599.19
Balance at the end of the year	599.19	599.19
b. Capital Reserve on consolidation		
Balance at the beginning of the Financial year	13,995.04	13,995.04
Balance at the end of the year	13,995.04	13,995.04
c. Securities Premium		
Balance at the beginning of the Financial year	41,641.56	41,641.56
Balance at the end of the year	41,641.56	41,641.56
d. Retained Earnings		
Profit and Loss		
Opening balance	(1,183.02)	(4,115.24)
Ind AS Adjustment	(106.63)	-
Profit / (Loss) during the year	1,279.60	2,932.22
Less-Transfer to Profit & Loss Account*	5.90	-
Balance at the end of the year	(4.15)	(1,183.02)
e. Other comprehensive income		
Opening balance	(35.37)	11.24
Addition during the year		
- Re-measurement gains/ (losses) on defined benefit plans	50.88	(51.45)
- Income Tax relating Re-measurement losses on defined benefit plans	(6.51)	4.84
Balance at the end of the year	9.00	(35.37)
Total Other Equity	56,240.64	55,017.40
f. Non Controlling Interest		
Opening balance	63,114.61	58,596.19
Addition during the year	2,327.85	4,566.48
Interim dividend paid during the year	(1,012.03)	-
- Re-measurement gains/ (losses) on defined benefit plans	39.29	(52.72)
- Income Tax relating Re-measurement losses on defined benefit plans	(7.21)	4.66
Balance at the end of the year	64,462.51	63,114.61
Total Other Equity (a+b)	120,703.15	118,132.01

Nature and Description of Reserve :

(i) Capital Reserve:-

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(iii) Debenture Redemption Reserve:-

Where a company issues debentures, it is required to create a debenture redemption reserve for the redemption of such debentures. On redemption of the debentures for which the reserve is created, the amounts no longer necessary to be retained in this account need to be transferred to the General Reserve.

(iv) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

*During FY 2020-21, One of the subsidiary has transfer depreciation of 5.90 Lakhs from Reserve and Surplus pertaining to FY 2014-2015.

15 BORROWINGS**(₹ in Lakhs)**

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
(a) Term Loans				
From Banks (Secured)***	11,523.04	8,094.27	-	-
Term loans from financial Institutions (Secured)**	15,582.59	28,815.29	-	-
Term Loan from others*	10,420.31	11,338.04	-	-
Unsecured borrowings				
Loan from other party				
Deffered payment loan - (supplier credit)	1,031.21	966.59	-	-
Less: Current maturities of long term borrowings (Disclosed in other financial liabilities)	(5,933.53)	(5,132.10)	-	-
	32,623.62	44,082.09	-	-

Notes:- Additional Disclosures**(i) In case of parent company****Outstanding as on March 31, 2021**

Name of lender	Carrying Value (₹ in Lakhs)	Loan Maturity	Terms of Repayment
Term Loan from others*			
Bharat Investment Growth Limited	3,985.31	31.12.2026	Repayable in structured quarterly 28 installments

(i) Bharat Investment Growth Limited

During the financial year 2019-20, Company has taken Rupee Term Loan of INR ₹ 50.72 Crores from Bharat Investment Growth Limited to pre-pay loan taken from Aditya Birla Finance Limited and general corporate purpose. The Loan is repayable in 31 structured quarterly installments. As at March 31, 2021, outstanding loan is ₹ 39.8531 Crores. The loan carries interest @9.70% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

(ii) In case of ICCS

*The loan is secured by way of hypothecation against Car No. DL-12CM-5833, the loan is repayable in 60 Months and the loan carries interest @8.50%.

(iii) In case of MPCL**Outstanding as on March 31, 2021**

Name of lender	Carrying Value (₹ in Lakhs)	Loan maturity date	Terms of repayment
***(**)Term loans from bank and financial Institutions (Secured)			
ICICI Bank Limited	3,593.61	September-28	Balance loan amount is repayable in structured remaining 30 quarterly installments.
NIIF Infrastructure Finance Limited	4,666.48	March-27	Balance loan amount is repayable in structured remaining 24 quarterly installments.
Total	8,260.09		

Security terms:

(i) ICICI Bank Limited

MPCL has taken Indian Rupee term loans from ICICI Bank Limited carrying interest @7.15% per annum (previous year Nil) fixed for one year, thereafter floating rate of “I-MCLR-3M” which shall reset at the end of every 3 months and “Spread” at the end of every 1 year secured against the first pari passu mortgage of all immovable properties (excluding any forest land), charge by way of hypothecation of all borrower’s movable fixed assets, both present and future, a first pari passu charge by way of hypothecation on all their book debts, both present and future and first pari passu charge on all the borrower’s bank accounts.

(ii) NIIF Infrastructure Finance Ltd

The Company has taken Indian Rupee term loans from NIIF Infrastructure Finance Ltd. carrying interest @9.65% per annum (previous year @9.65%) fixed for 5 years secured against first mortgage and charge on the movable and immovable assets both present and future on pari passu basis.

(iii) IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the above two lenders and the charge is jointly created in its favour.

(iv) In case of ADHPL

Outstanding as on March 31, 2021

Name of lender	Carrying Value (₹ in Lakhs)	Last Maturity Date	Repayment terms
***(**)Term loans from bank and financial Institutions (Secured)			
IndusInd Bank Limited	7,925.86	August 31, 2027	Balance loan amount is repayable in 28 structured installments
International Finance Corporation (Washington)	5,456.22	January 15, 2023	Balance loan amount is repayable in structured 8 quarterly installments.
NIIF Infrastructure Finance Limited	3,948.22	January 15, 2023	Balance loan amount is repayable in structured in 40 Structured installments
India Infradebt Limited	1,511.67	August 31, 2027	Balance loan amount is repayable in structured in 28 structured installments.
Total	18,841.97		

(i) IndusInd Bank Limited

MPCL has taken Indian Rupee term loans from IndusInd Bank Limited. The loan is carrying fixed interest @ 8.00% per annum from Aug 01, 2020 till July 31st, 2021, which was @9.15% per annum in previous year and upto July 31, 2020.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8000.00 Lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender. IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(ii) International Finance Corporation (Washington)

Term loan from a financial institution (represents loan from IFC, Washington, also a minority shareholder) was taken during the financial year 2009-10 to 2011-12 fixed interest @10.18% to @11.50% per annum.

Secured by way of first charge and mortgage on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8000.00 Lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(iii) International Finance Corporation (Washington)

MPCL has taken Indian Rupee term loans from NIIF Infrastructure Finance Limited carrying fixed interest @9.65% per annum fixed for 5 years.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8000.00 Lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(iv) India Infradebt Limited

MPCL has taken Indian Rupee term loans from India Infradebt Ltd. Carrying interest @9.65% per annum (fixed for 5 years).

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8000.00 Lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(v) In case of BG Wind

Outstanding as on March 31, 2021

(₹ in Lakhs)

Name of lender	Carrying Value (₹ in Lakhs)	FY 2021-22	FY 2022-23	FY 2023-25
*Term Loan from others				
Purvi Vanijya Niyojan Ltd	3,870.00	215.00	215.00	3,440.00
Raghav Commercial Ltd	2,565.00	142.50	142.50	2,280.00
No. of Installments - 64				
	6,435.00	357.50	357.50	5,720.00

(i) Purvi Vanijya Niyojan Limited

During the financial year 2019-20, Company has taken Rupee Term Loan of INR ₹ 43.00 Crores from Purvi Vanijya Niyojan Limited to pre-pay loan taken from Aditya Birla Finance Limited and general corporate purpose. The Loan is repayable in 64 structured quarterly installments. As at March 31, 2021, outstanding loan is ₹ 38.70 Crores. The loan carries interest @9.70% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

(ii) Raghav Commercial Limited

During the financial year 2019-20, Company has taken Rupee Term Loan of INR ₹ 28.50 Crores from Raghav Commercial Limited to redeem outstanding NCD subscribed by IL&FS IDF and other general corporate purpose. The Loan is repayable in 64 structured quarterly installments. As at March 31, 2021, outstanding loan is ₹ 25.65 Crores. The loan carries interest @9.70% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

16 TRADE PAYABLE

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of micro enterprises and small enterprises*	-	-	1.65	3.05
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises #	-	-	1,561.28	1,415.25
	-	-	1,562.93	1,418.30

In case of MPCL & ADHPL

#There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	1.65	3.05
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

17 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Current maturities of long-term borrowings	-	-	5,933.53	5,132.10
Security deposits from employees	-	-	10.50	9.89
Sundry deposit	-	-	35.97	28.78
Deposit from contractors and others	-	-	9.42	8.78
Creditors for capital expenditure	-	-	6.74	13.16
Employee related payables	-	-	62.39	150.93
Other payable	-	-	357.22	246.40
Expenses payable	-	-	3.75	3.64
Interest accrued but not due on loan from bank and financial institution	-	-	123.71	192.76
Amount due to group companies	-	-	-	0.76
	-	-	6,543.23	5,787.20

18 OTHER LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Advance received for tower rerouting work (net)	-	-	80.88	114.82
Statutory dues payable	-	-	145.10	240.95
Others Payable	-	-	2.44	2.44
GST Payable	-	-	0.69	0.03
Staff Deposit	-	-	0.47	0.17
	-	-	229.58	358.41

19 DEFERRED TAX ASSETS / LIABILITY

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
A. Tax effects of items constituting deferred tax assets:				
MAT Credit entitlement	1,736.01	2,457.00	-	-
Others	52.79	70.36	-	-
Unabsorbed Depreciation*	5.12	5.12	-	-
Expenses allowed on payment basis*	137.90	137.90	-	-
Total Deferred tax asset (A)	1,931.82	2,670.38	-	-
B. Tax effects of items constituting deferred tax liability:				
Property, plant & equipment	2,491.57	2,547.46	-	-
Total Deferred tax liability (B)	2,491.57	2,547.46	-	-
Net Deferred tax assets / (liability) (A+B)	(559.75)	122.92	-	-

***In case of ICCS**

In view of continuing losses, the company has recognised deferred tax only to the extent the same can be adjusted against future taxable profit. Hence no provision has been created during the year.

20 CURRENT TAX (ASSETS)/LAIBILITY

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for tax*	-	-	260.03	242.90
	-	-	260.03	242.90

In case of MPCL

*Advance Income Tax (net of provisions of ₹ 9,210.23 Lakhs, ₹ 9,767.52 Lakhs in 2019-2020).

In case of ADHPL

*Advance Income tax (net of provisions of ₹ 640.76 Lakhs, ₹ 668.92 Lakhs in 2019-2020).

21 PROVISIONS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
A. Provision for employee benefits				
- Gratuity	65.35	60.37	3.13	136.58
- Leave encashment	367.95	418.93	62.39	38.81
- Continuity Loyalty Bonus	-	-	216.85	226.72
- Super annuation	-	-	1.50	4.49
	433.30	479.30	283.87	406.60

22 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Sale of power and services	26,375.71	32,778.55
Less : PPA charges	(3.60)	(3.60)
Less : Discount on prompt payments	(130.78)	(1,059.38)
Less : Unscheduled interchange charges	11.20	472.70
Less : Handling charges (NRLDC/ULDC charges)	(9.90)	(19.60)
Transmission charges received	788.14	2,572.88
	27,030.77	34,741.55
b) Other operating revenues		
GBI	178.81	165.01
Sale of REC	-	28.88
Claim for generation loss / PLF / machine availability	125.63	164.37
	304.44	358.26
	27,335.21	35,099.81

23 OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest income on		
- Bank deposits	651.23	896.91
- Interest Others	0.13	0.23
- Employee's loan	1.43	2.33
- Income tax refund	7.76	7.52
- Miscellaneous income	268.98	67.77
Sale of emission reductions	354.02	96.63
Excess provision written back	0.11	-
Profit on sale of vehicle	-	0.49
Gain on disposal of property, plant and equipment	12.77	18.98
Insurance claim	445.21	64.94
	1,741.64	1,155.80

24 EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Salaries, wages and bonus	2,777.82	2,972.11
Contribution to provident & other funds	141.32	155.32
Workmen & staff welfare expenses	91.41	134.05
Leave compensation expense	12.62	86.57
Gratuity expense	66.66	53.71
	3,089.83	3,401.76

25 FINANCE COST

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest on		
- Non convertible debentures	-	79.13
- Term loan from financial institution	3,195.03	4,369.49
- Term loan from other	1,074.93	1,193.09
- Other borrowing costs	555.37	26.93
- Deferred interest on suppliers credit	64.62	50.89
- Bank overdraft	-	0.07
- Other interest	29.16	-
	4,919.11	5,719.60

26 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Depreciation on tangible assets*	6,953.16	7,603.61
Amortisation of intangible assets	18.14	9.36
	6,971.30	7,612.97

*During FY 2020-21, One of the Subsidiary M/s ICCS has transfer depreciation of ₹ 5.90 Lakhs from Reserve and Surplus pertaining to FY 2014-2015.

27 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Rent	82.55	77.17
Rates & taxes	5.22	5.07
Bank charges	1.54	0.54
Lease rental	0.79	1.26
Stores, spares & other consumables	687.78	789.68
Power and fuel	124.38	123.37
Travelling & conveyance expenses	86.54	114.81
Communication expenses	11.16	12.50
Business promotion	0.20	-
Insurance charges	478.93	420.24
Car running & maint. and hiring expenses	92.22	96.56
Operation & Maintenance charges	150.60	143.43
Repair & Maintenance:-		
- Building	20.88	25.69
- Civil work	156.02	201.96
- Plant and machinery	424.44	398.03
- Others	38.07	41.65
Deviation Settlement Charges	-	0.10
Electricity expenses	3.86	5.32
Payment to auditor	52.73	52.93
Legal & professional	494.97	430.39
Social welfare expense	20.48	45.55
REC Transaction charges	-	0.51
Discount & Rebate expenses	-	3.34
CSR expense	239.20	258.18
Printing & stationery	7.69	7.36
Fees and subscription	18.04	5.79
Miscellaneous expenses	321.70	258.78
Donations	8.00	-
Security arrangement expense	156.79	141.46
Expected credit loss (recovery)-body corporate	(188.43)	(70.00)
Impairment in value capital work-in-progress (CWIP)*	175.51	62.76
Impairment allowance on non current investments	-	496.61
Fair value of Investments	(0.03)	0.10
Fa Written Off-Misc	0.50	-
Bad debt written off	15.91	2.39
	3,688.24	4,153.53

*Note:- Refer Note 4 - Capital work-in-progress - Impairment in value of CWIP of NJC Hydro Power Limited

Notes :-
(i) Payment to statutory auditors comprise (including indirect tax):

Payment to auditor: (₹ in Lakhs)		
Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
- Audit fee	46.20	44.53
- Fees for certification	5.03	7.53
- Out of pocket expenses	1.50	0.88
	52.73	52.94
Corporate social responsibility expenditure (₹ in Lakhs)		
Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Amount required to be spent as per Section 135 of the Act	214.20	206.55
Amount spent during the year on:		
(i) Construction/Acquisition of any asset	9.61	60.85
(ii) On purposes other than (i) above	101.59	197.33
	111.20	258.18

28 TAX EXPENSE

(₹ in Lakhs)		
Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
In case of MPCL & ADHPL		
a) Income tax recognised in profit and loss		
Current tax expenses (Minimum alternate tax)	515.85	625.81
Current tax expenses	622.96	1,517.88
Deferred tax (credit)/charge	(44.15)	(44.41)
Tax related to earlier years	208.45	-
MAT Credit utilised/(recognised) during the year	485.92	1,120.32
	1,789.03	3,219.60

b) Income tax expense for the year can be reconcile to the accounting profit as follow:-

Numerical reconciliation of tax expense applicable to profit before tax at the latest statutory enacted tax rate in India to income tax expense reported is as follows: (in case of MPCL & ADHPL)

(₹ in Lakhs)		
Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Accounting profit before tax from continuing operations	6,203.31	12,169.95
Profit/Loss before tax from a discontinued operation	-	-
Accounting Profit before Income Tax	6,203.31	12,169.95
At India's statutory income tax rate of 29.12% (Previous year 29.12%)	1,806.41	3,435.23
Tax effect of permanent differences:		
Expenditure not allowed for tax purpose-CSR Expenses	-	56.29
Tax effect of depreciation and expenses that are not deductible for determining taxable profits	(243.12)	-
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(61.85)	(2.11)
Less: set off of carried forward unabsorbed depreciation	-	(905.44)
Prior year tax effect on deferred tax liability	-	9.82
Net income tax expense	1,501.44	2,593.79
Less: Set off of carried forward unabsorbed depreciation	(410.09)	-
Add: MAT on book profits	489.23	625.81
Add: Tax related to earlier years	208.45	-
Income tax expenses reported in the Statement of Profit and Loss	1,789.03	3,219.60

29 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
(i) Items that will not be reclassified to profit or loss		
- Remeasurements of the defined benefit plans	90.17	(104.17)
- Income Tax relating Re-measurement losses on defined benefit plans	(13.72)	9.50
Other comprehensive income for the year	76.45	(94.67)

30 EARNING PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Profit / (Loss) from total operation attributable to equity shareholders (₹ in Lakhs)	1,279.59	2,932.24
b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (in Lakhs)	1,657.59	1,657.59
Earning Per share - Basic (₹) (a/b)	0.77	1.77
Earning per share - Diluted (₹) (a/b)	0.77	1.77
Face value per share (₹)	10.00	10.00

31. SEGMENT REPORTING

The Company's activities during the year involved power generation and consultancy services. Considering the nature of Company's business and operations, there are 2 separate reportable segments in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results of both 2 segments for the purpose of making decisions about resource allocation and performance assessment and hence, the additional disclosures are provided as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
1 Segment Revenue		
Power	26,839.13	34,608.15
Consultancy	516.78	498.93
Sub total	27,355.91	35,107.08
Less : Inter-segment revenue	20.70	7.27
Net segment revenue	27,335.21	35,099.81
2 Segment results (profit(+)/ loss(-) before tax from each segment		
Profit/Loss before tax		
Power	5,265.17	10,693.61
Consultancy	131.30	24.71
	5,396.47	10,718.32
Less: Provision for taxation		
Current tax	1,624.73	2,143.69
Deferred tax	(44.15)	(44.41)
Tax expenses related to earlier years	208.45	-
MAT Credit utilized /(recognised) during the years	-	1,120.32
Loss after tax	3,607.44	7,498.72
3 Other information		
I Segment assets		
a) Power	178,850.58	186,596.73
b) Consultancy	924.81	886.01
Total assets	179,775.39	187,482.74
II Segment liabilities		
a) Power	41,782.33	51,938.58
b) Consultancy	713.98	836.22
Total liabilities	42,496.31	52,774.80
III Capital expenditure (including capital work in progress)		
a) Power	153,407.95	160,245.03
b) Consultancy	16.87	17.81
	153,424.82	160,262.84

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
IV Depreciation		
a) Power	6,961.11	7,609.98
b) Consultancy	10.19	2.99
	6,971.30	7,612.97

32. Statement containing salient features of the financial statements of Subsidiaries/associates companies/joint ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1).

Part "A": Subsidiaries

(₹ in Lakhs)

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	BG Wind Power Limited	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007*	31.03.2008	12.03.2009**	18.10.2017	16.12.2009	30.03.2011
Reporting Period	2020-21	2020-21	2020-21	2020-21	2020-21	2020-21	2020-21
Reporting Currency	INR	INR	INR	INR	INR	INR	INR
Issued, subscribed & paid up capital	14,752.57	56,015.28	70.66	1,669.16	2,205.00	10,000.00	3,000.00
Reserves	113,694.11	45,695.85	140.17	(239.08)	(4,098.71)	(87.80)	104.47
Total assets	138,051.60	136,433.54	924.81	1,679.80	7,734.46	16,462.22	3,977.54
Total liabilities	9,604.92	34,922.41	713.98	249.72	9,628.17	6,550.02	873.07
Investment (except in subsidiary)							
Turnover	7,348.08	17,619.89	516.78	-	709.99	-	-
Profit before tax	3,545.45	2,657.86	131.30	(1.90)	(841.41)	(2.35)	(33.85)
Provision for tax	1,299.80	489.23	-	-	-	-	-
Profit after taxation	2,245.65	2,168.63	131.30	(1.90)	(841.41)	(2.35)	(33.85)
Proposed Dividend							
% of Shareholding	51.00%	44.88%	75.50%	95.86%	100.00%	100.00%	100.00%

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian ₹) =160 NR (Nepali Rupee)

Sr. No.	Name of Subsidiaries which are yet to commence operations
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Sr. No.	Name of Subsidiaries which have been liquidated or sold during the year
1	NIL

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

33. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)**I. Contingent Liabilities****(i) In case of holding company****(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Claims against the company not acknowledged as debt:	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Limited*	600.00	600.00
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited**	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanijya Niyojan Limited for term loan availed by BG Wind Power Limited ***	4,300.00	4,300.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Limited (BGEL) ****	3,000.00	3,000.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJ Power Venture Limited (LNJPVL) *****	1,000.00	1,000.00

*The Company has provided Guarantee in favour of International Finance Corporation (IFC) along with HEG Limited and RSWM Limited on joint and several basis on behalf of AD Hydro Power Ltd. (step down subsidiary) for 600.00 Lakhs (previous year ₹ 600.00 Lakhs).

**The Company has provided corporate guarantee in favour of Raghav Commercial Limited for the term loan of ₹ 2,850.00 Lakhs (previous year ₹ 2,850.00) availed by wholly owned subsidiary M/s BG Wind Power Limited.

***The Company has provided corporate guarantee in favour of Purvi Vanijya Niyojan Limited for the term loan of ₹ 4,300.00 Lakhs (previous year ₹ 4,300.00) availed by wholly owned subsidiary M/s BG Wind Power Limited.

Share Purchase Agreement of the Company with M/s Hero Wind Energy Private Limited

****The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, BGEL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty, (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA, (c) due to petition filed by MSEDCL for reclassification of wind zone, or (d) specific indemnity for power failure as mention in SPA.

The liability of company towards indemnity is subject to the aggregate cap of ₹ 7,500.00 Lakhs (except for fraud or willful misrepresentation). Within aggregate cap, the liability of BEL for (a) and (b) shall not exceed ₹ 3,000.00 Lakhs and for (c) and (d) to ₹ 5,500.00 Lakhs. Further, if liability under item (c) does not crystallized within 2 years from closing date i.e. 25th October 2017, then the aggregate cap shall be reduced to ₹ 3,000.00 Lakhs. Since liability under (c) is not crystallized within two year from the closing date i.e. up to 25th October 2019, so aggregate indemnity is reduced to ₹ 3,000.00 Lakhs.

The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ₹ 40.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation— indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) — for 3 years.

*****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJ Power Ventures Limited (LNJPVL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, LNJPVL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty or (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA. The liability of company towards indemnity under SPA and CCD Purchase Agreement executed on 18th October 2017 amongst Hero, RSWM Limited and LNJPVL is subject to the aggregate cap of ₹ 1,000.00 Lakhs (except for fraud or willful misrepresentation). The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ₹ 15.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation — indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) — for 3 years.

Note- Since the loss allowance was estimated to be nil, the guarantee is not recognized in the books.

(ii) In case of MPCL

- a) In respect of assessment years 2009-10 to 2014-15, the Assessing Officer (AO) had raised demands aggregating to ₹ 213.87 Lakhs. The demand was based on disallowance of expenses under section 14A of the Income-tax Act, 1961 under MAT computation. The AO disallowed proportionate amount of deduction under section 80-IA stating that the investments made by MPCL in the subsidiary is capable to earn exempted dividend income. Further, AO

disallowed and denied MPCL claim to treat the income from carbon credit as capital receipts. Based upon the favorable order passed by the Income tax authorities in the past in certain assessment year's appeal proceedings at the level of High court and ITAT, MPCL is of the view that the above said demands are not tenable and hence no provision is required in the financial statements.

- b) On April 27, 2019, MPCL received a provisional net demand of ₹ 8,069.00 Lakhs in relation to wheeling charges for the period April 01, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC), which in the opinion of MPCL is not in accordance with the agreement entered between the Company and HPSEB (now HPSEBL) in August 1999. In this regard, MPCL has paid under protest an amount of ₹ 2,817.00 Lakhs. Based on the legal opinion obtained, MPCL is of the view that demand is not legally tenable and would not result in any material liability on MPCL for the period on or before March, 2019 and accordingly has filed an appeal before Appellate tribunal (APTEL), Electricity at New Delhi, which is pending adjudication with APTEL. The next date for hearing is scheduled for May 24, 2021.
- c) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir Vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952.
- Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on MPCL for the previous periods, if any, cannot be ascertained.

d) Financial Guarantee

MPCL has provided Corporate/Default Guarantee to Fls/Banks for the loans extended by them to AD Hydro Power Limited (subsidiary company).

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
a) The amount of outstanding loans covered by such guarantees	18,866.61	22,283.22
b) Under the terms of the said guarantee the maximum amount for which the company may be contingently liable during the next 12 months	3,309.47	3,416.66

(iii) In case of ADHPL

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Claims against ADHPL not acknowledged as debt:*		
- Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	1,459.58	1,459.58
- Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
- Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	99.75	99.75

*ADHPL believes that these claims/demands are not probable to be decided against ADHPL and therefore, no provision for the above is required.

- a) During the financial year 2012-2013, the Assessing Officer through its order dated January 23, 2013 has raised a demand of ₹ 1,459.58 Lakhs under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 1, 2005 to July 31, 2012. ADHPL is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 8, 2008 to July 1, 2010 (i.e from the date when the rules were notified and up to the date when factory license was granted). Based upon this, ADHPL had filed a writ petition before the High Court of Himachal Pradesh for the above said amount. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- b) During 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ₹ 1,427.00 Lakhs towards local area development fund (LADF) @ 1.5% of the final cost of the project of ₹ 160,700.00 Lakhs (after considering the expenses already incurred by the ADHPL of ₹ 984.00 Lakhs). The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of ADHPL i.e. ₹ 92,200.00 Lakhs in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by ADHPL aggregating to ₹ 1423.00 Lakhs. Had there been considered/ computed appropriately, the above said demand would not arise.

Management is of the view that ADHPL has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal

Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.

- c) The Department of Fisheries vide letter dated January 4, 2013 directed ADHPL to pay an amount of ₹ 99.75 Lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. Management is of the view that the Company is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required.

AD Hydro Power Limited has filed a writ petition in High Court of Shimla and is contesting the same on the ground that the streams identified in respect of ADHPL project are not covered in the negative list issued by Fisheries Department. ADHPL has deposited under protest an amount of ₹ 35.00 Lakhs as per interim order of High Court of Himachal Pradesh. The Hon'ble High Court of Himachal Pradesh has granted stay on the said demand.

- d) ADHPL is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against ADHPL is remote and thus these cases will not have any material impact on the financial statements and no provision is required.
- e) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir Vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952.

Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on ADHPL for the previous periods, if any, cannot be ascertained.

(iv) In case of BGWPL

- a) BG Wind Power Limited has provided a bank guarantee for ₹ 8.00 Lakhs through Manikaran Analytics Limited - QCA to SLDC for Deviation Settlement Mechanism (DSM) as per RERC regulation for Forecasting and scheduling.
- b) There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard-37 as it is not probable that an outflow of resources embodying economic benefit will be required.

(v) In case of ICCS

As per information available with the management there is no contingent liability as at March 31, 2021.

(vi) In case of NJCHPL

As per the information available from the management, as certified by them, there is no contingent liability as at March 31, 2021 (previous year NIL).

(vii) In case of CHYPL

As per information available with the management there is no contingent liability as at March 31, 2021.

II. Commitments

(i) In case of MPCL

- a) Malana Power Company Limited has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura substation to Nalagarh (i.e. interstate point-substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- b) At March 31, 2021, Malana Power Company Limited has committed for non-disposal of its investment in subsidiary AD Hydro Power Limited to its lenders (similar commitment was there in the previous year also).

Apart from the above, Malana Power Company Limited does not have any long term commitments of material non-cancellable contractual commitments/contracts including derivatives contract for which there were any material foreseeable losses.

(ii) In case of ADHPL

- a) AD Hydro Power Limited has entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. ADHPL has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss.

Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), ADHPL shall provide 12% of its deliverable energy free of cost to GOHP.

- b) AD Hydro Power Limited has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. AD Hydro Power Limited does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

(iii) **In case of ICCS**

- a) There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard-39 as it is not probable that an outflow of resources embodying economic benefit will be required.

(iv) **In case of NHPL**

- a) Estimated amount of contracts remaining to be executed on capital account and not provided for as on the date of balance sheet (net of advances) are ₹ NIL (previous year ₹ NIL).
- b) Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advance) ₹ NIL (previous year ₹ NIL).

(v) **In case of CHYPL**

Chango Yangthang Hydro Power Limited has filed application to surrender the Chango Yangthang HEP 180MW to Directorate of Energy, Government of Himachal Pradesh. Therefore, Capital contracts remaining to be executed on capital account and not provided for as on the date of Balance Sheet (net of advances) are ₹ NIL (previous year ₹ NIL).

34. OTHER DISCLOSURES:

(i) **In case of holding company**

- a) Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the year 2017-2018, the company has entered into share purchase agreement with its joint venture partner M/s. Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ₹ 625.00 Lakhs (Nepali 100,093,750) as against its total investment of ₹ 1,600.00 Lakhs. The due date for sale was 30th June 2018, which was extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party.
- Therefore, the Company has made a total impairment of ₹ 1,471.61 Lakhs (Earlier total impairment of ₹ 975.00 Lakhs) for diminution in value of investments as on March 31, 2020. The impairment of ₹ 496.61 Lakhs is debited in statement of profit & loss during the year 2019-2020.
- b) The Company has given undertaking to IDFC Infrastructure Finance Limited, India Infradebt Limited and ICICI Bank Limited for loan of ₹ 8,500.00 Lakhs and ₹ 5,900.00 Lakhs and ₹ 3,700.00 Lakhs respectively availed by Malana Power Company Limited (one of the subsidiary company) to keep the management control and ownership of Malana Power Company Limited (MPCL) at all times during the currency of the facility which would mean (i) holding at least 51% of the issued and paid up equity share capital of MPCL and (ii) the ability to appoint the majority directors on the Board of Directors of MPCL. The Company has also given undertaking to the lenders of MPCL that it will ensure that Mr. Ravi Jhunjhunwala, his family and associates companies will maintain minimum 51% equity shareholding in the company. The Company has also given undertaking to the lenders of MPCL that it will ensure that MPCL is provided with requisite technical, financial and managerial expertise to perform/ discharge its obligations.
- c) The Company has given undertaking to IDFC Infrastructure Finance Limited, India Infra Debt Fund Limited and IndusInd Bank Limited for loan of ₹ 4,400.00 Lakhs, ₹ 11,700.00 Lakhs and ₹ 16,000.00 Lakhs respectively availed by M/s AD Hydro Power Limited (one of the Subsidiary company) to ensure that Mr. Ravi Jhunjhunwala, his family and associate companies maintain a minimum of 51% equity shareholding in the company i.e. Bhilwara Energy Limited and the company continue to hold at least 51% management control and ownership in Malana Power Company Limited.

(ii) **In case of MPCL:**

- a) In respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the Malana Power Company Limited had bid and paid an upfront premium of ₹ 6,120.00 Lakhs, Malana Power Company Limited has decided to shelve off the project as the State Hydro Power Policy is not aligned with Ministry of Environment and Forest (MOEF) Policy of Government Of India which prohibits the implementation of a hydro power project in wild life / eco sensitive zone areas. In view of this, Malana Power Company Limited has filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement. Based upon the management's assessment, the amount is fully recoverable and Malana Power Company Limited is regularly following up with the Government of Himachal Pradesh. The provision of 50% of ₹ 3,060.00 Lakhs has been recorded out of abandoned caution in earlier years. However, the same shall be written back at the time of receipt of refund by Malana Power Company Limited. No further provision is considered necessary by the management.

Investment in Subsidiary and Loan to Subsidiary (ADHPL)

- b) Malana Power Company Limited has an investments amounting to ₹ 104,471.45 Lakhs (including Deemed Equity investment) in AD Hydro Power Limited (subsidiary company) and has also unsecured loan receivables amounting to ₹ 14,600.00 Lakhs as on March 31, 2021, total balance recoverable from AD Hydro Power Limited (subsidiary company) aggregating to ₹ 119,071.45 Lakhs as on March 31, 2021. As against this, net assets of AD Hydro Power Limited (subsidiary company) as on March 31, 2021 is ₹ 116,111.12 Lakhs (excluding outstanding balance of unsecured loan from Malana Power Company Limited). In view of this, Malana Power Company Limited has carried out an evaluation of AD Hydro Power Limited financial performance after taking into account the future projections and expected future cash flows. Based on such evaluation, the management is of the view that there is no impairment in the value of investments and the unsecured loans given to AD Hydro Power Limited.
- c) In 2009, Malana Power Company Limited had given sub debt to ADHPL amounting to ₹ 46,380.00 Lakhs at market interest rate and this sub debt was classified as Loans on transition to Ind AS based on the substance of

the transaction and intention of the parties at that point of time. Subsequent to the year end, on May 12, 2021, Malana Power Company Limited and ADHPL have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780.00 Lakhs and accumulated interest of ₹ 23,395.89 Lakhs on total debt as follows:

Interest on sub debt of ₹ 31,780.00 Lakhs out of total sub debt of ₹ 46,380.00 Lakhs will be Nil from April 01, 2020. At the discretion of ADHPL, ADHPL can repay ₹ 31,780.00 Lakhs and ₹ 23,395.89 Lakhs out of distributable profits of ADHPL or as per the agreement signed between Malana Power Company Limited, ADHPL and IFC.

Based on the above modification, Malana Power Company Limited has derecognized the loan asset and accumulated interest receivable and transferred the balances to investment in ADHPL (subsidiary) and presented under "Deemed Equity Investment." The waiver of interest and modification of terms of the sub debt are not prejudicial to the interest of Malana Power Company Limited considering the parent and subsidiary relationship. The balance sub debt amounting to ₹ 14,600.00 Lakhs carry interest rate of @9.55% per annum.

(iii) In case of ADHPL:

a) Impairment of Property, Plant and Equipment's

As on March 31, 2021, ADHPL has net worth of ₹ 101,511.12 Lakhs (Previous Year ₹ 44,131.60 Lakhs) and has accumulated losses of ₹ 9,680.05 Lakhs as at March 31, 2021. Based on nancial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that prots will continue to accrue on account of expected increase in tariff and hence no adjustments are required to the carrying amount of property, plant and equipment on account of impairment and ADHPL will have sufficient cash flow to meets its future obligations.

b) Dispute related to parties using the transmission line

On October 17, 2019, the Central Electricity Regulatory Commission (CERC) passed an Order on the Dedicated Transmission System of ADHPL for three parties using the transmission line for transmitting the energy in which CERC stated the following:-

With regards to transmission charges, CERC approved the capital cost of Dedicated Transmission System at ₹ 23,892.00 Lakhs as against the capital cost submitted by ADHPL of ₹ 41,661.00 Lakhs (on the date of COD)/ ₹ 45,284.00 Lakhs (with additional capitalization) and accordingly determined the annual fixed cost (Transmission Tariff) for using transmission line for the period 2011-2012 to 2018-2019. ADHPL has estimated an amount aggregating to ₹ 9,668.08 Lakhs being additional amount invoiced over and above the amount which should have been invoiced based on capital cost and fixed cost determined by CERC for the above stated period. The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations ("regulations") for the period 2009-2014 and 2014-2019 and Electricity Act, 2003.

With respect to matter detailed in (a) above, ADHPL had filed an appeal against the CERC Order before Appellate Tribunal for Electricity (APTEL) in October 2019. APTEL vide Order dated October 17, 2019 stayed the CERC's order so far as raising adjustment of previously raised bills were concerned along with the direction to continue to issue the future bills in accordance with the CERC Order till the appeal is finally disposed-off. The Respondents were directed to pay charges in terms of the order for use of the transmission line of ADHPL. ADHPL has accordingly started raising the invoices based on the CERC order effective 18th October, 2019 and recognized as transmission income. Accordingly, trade receivables aggregating to ₹ 3,504.85 Lakhs are considered good and fully recoverable and in the opinion of the Management no provision is required towards amount already collected from the users of Dedicated Transmission Line till March 31, 2021 aggregating to ₹ 6,163.23 Lakhs.

Pending litigation and final decision on the appeal by APTEL, the Management, based on the legal opinion, is of the view that the above CERC Order is not legally tenable and would not have any material liability on ADHPL.

With regards to transmission losses, CERC directed to share the losses between the parties using the transmission line on the basis of weekly average losses in proportion to the scheduled energy on weekly basis instead of a flat charge of 4.75% charged by ADHPL as per the Interim Power Transmission Agreement (IPTA) signed between parties and accordingly directed the Northern Regional Load Dispatch Centre (NRLDC) to re-compute the same. However, the management is confident that the actual transmission losses to be computed by NRLDC would not be materially different in comparison with current flat charge of 4.75% and there would not be any material impact on the financial statements.

c) Dispute with Himachal Pradesh State Electricity Board Limited (HPSEBL)

Himachal Pradesh State Electricity Board Limited (HPSEBL) had withheld an amount of ₹ 316.68 Lakhs on account of energy not supplied to them because of shut down of plant on date August 20, 2010. In the previous year ADHPL initiated the arbitration proceedings to the recover the said amount. In 2015, the Hon'ble Arbitrator had decided the matter in favour of HPSEBL against which ADHPL has preferred an appeal before the Hon'ble High Court of Shimla. Currently the matter is under adjudication. The management is of the view that it had already informed HPSEB about the shut down as the schedule was given of NIL power for the period of shut down, therefore the claim of HPSEB is not legally tenable. However the entire receivable of ₹ 316.68 Lakhs has been provided by ADHPL in the earlier years.

d) Sub debt received from Malana Power Company Limited (MPCL)

In 2009, ADHPL had received sub debt from MPCL amounting to ₹ 46,380.00 Lakhs at market interest rate and this sub debt was classified as Loans on transition to Ind AS based on the substance of the transaction and intention of the parties at that point of time. Subsequent to the year end, on May 12, 2021, ADHPL and MPCL

have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780.00 Lakhs out of total sub debt of ₹ 46,380.00 Lakhs and accumulated interest of ₹ 23,395.89 Lakhs on total debt as follows:-

Interest on sub debt of ₹ 31,780.00 Lakhs will be NIL from April 01, 2020. At the discretion of ADHPL, ADHPL can repay ₹ 31,780.00 Lakhs and ₹ 23,395.89 Lakhs out of distributable profits of ADHPL or as per the agreement signed between ADHPL, MPCL and IFC.

Based on the above modification, ADHPL has derecognized the loan liability and accumulated interest payable and transferred the balances to Deemed Equity Contribution and presented under "Deemed Equity Contribution" under Other Equity.

The balance sub debt amounting to ₹ 14,600.00 Lakhs carry interest rate of @9.55% per annum.

(iv) In case of BGWPL:

- a) Pending execution of the PPA expired on March 31, 2019, the Company has recognised revenue @3.14/- kWh based on the order issued by RERC vide its third amendment regulation dated 5th March 2019 for execution of the PPA to DISCOM for entire balance project life. GBI also has taken at applicable rate @0.50/- kWh.
- b) The term loans are secured by a First pari-passu charge by way of mortgage on all present and future immovable properties and by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

(v) In case of ICCS:

- a) Retention and Earnest money deposit amounting to ₹ 28.58 Lakhs (previous year ₹ 8.84 Lakhs) is outstanding for recovery from various parties since long. However, the management is hopeful to recover this amount and no provision has been considered at present.
- b) Security Deposit amounting to ₹ 4.10 Lakhs (previous year ₹ 4.10 Lakhs) was given to a party is outstanding for recovery / adjustment since 2012. However, the management is hopeful to recover this amount and no provision has been considered at present.
- c) In the opinion of the Management and to the best of their knowledge and believe, the value on realization of current assets, Loan & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.
- d) Balance of Trade Receivable / Payable Loans / Advances are subject to confirmation.
- e) In F.Y 2011-12, PF Deposit systems were shifted to online mode from Manual submission mode. During March'12 & April'12, Company has deposited the Employee's Contribution as well as its own contribution in EPFO but due to some technical issues those contributions were not reflected in the respective employees EPFO accounts. Company raised the matter continuously with the EPFO authorities, as a result during financial year 2018-19, PF authorities returned the amount pertaining to above said period to company with stipulation that the company will redeposit the amount in respective employee's EPFO A/c.

Further, the Company has created the liability in its books of account against the amount of EPF received from PF authority and redeposited the contribution to the extent it can trace the retrenched employees. In addition to above, there is Contribution amounting to ₹ 2.44 Lakhs which is still pending to deposit on account of non-traceability of past employees.

- f) ICCS is in process of reconciling the GST Input credit taken in Books with GSTR-2A.
- g) Due Date of Last Quarter of TDS return submission is 30th June 2021 due to which TDS receivable pertaining to last quarter are not appearing in the Form 26AS due to which TDS receivable reconciliation as on 31st March 2021 has not been done.
- h) ICCS Assessment for A.Y. 2011-12 to A.Y. 2016-17 U/s 153(A) and A.Y. 2017-18 U/s 143(3) has been completed during the year under consideration. ICCS has filed the appeal with Commissioner Appeal for A.Y. 2012-13, A.Y. 2013-14, A.Y. 2014-15 & A.Y. 2017-18 against the impugned order of the Deputy Commissioner of Income Tax passed u/s 153(A) of the Income Tax Act. As the matters are still under consideration with Commissioner Appeal and in other cases assessment order effect is yet to be passed on my income tax department, TDS receivable amount pertaining to these assessment years are not adjusted by ICCS in the books of accounts.

(vi) In case of NJCHPL:

- a) Environmental Clearance (EC) of Nyamjang Chhu HEP (6X130 MW) was challenged in National Green Tribunal (NGT) by NGO. NGT in their order dated 7th April, 2016 suspended the Environment Clearance granted to the project till the directions as given in the order are complied. NGT also directed MOEF&CC to make a separate study of E-Flow requirement for protection of Habitat of the Black Neck Crane and for the conservation of the Black Neck Crane through the Wildlife Institute of India (WII).

While the studies were in progress, Government of Arunachal Pradesh issued instant notice for termination on 22nd March, 2019 invoking its right to take over the project on "AS IS WHERE IS BASIS" and allotting the same to third party. The Company filed petition challenging instant notice for termination under section 9 of Arbitration Act in District Courts of Itanagar for immediate relief to maintain the status quo which was granted vide their order dated 30th April, 2019 and the termination notice was also suspended. WII submitted its report to GoAP and the same was submitted to court on pursuance of the company. In the report, WII has recommended no construction of Nyamjnag Chhu HEP at site. The project being not viable as per WII report, an application u/s 9 was filed seeking refund of upfront premium as per provisions of MoA. District Court vide their order dated 18th March,

2020 disposed of the petition and advised to invoke arbitration within 45 days. Due to Covid 19 pandemic lockdown the company approached District Court for extension of the interim protection by another 90 days which was turned down by them. The company filed an appeal with Gauhati High Court u/s 37 of the Arbitration Act challenging the earlier orders of District Courts. An appeal was admitted by The Hon'ble High Court but interim extension was not granted.

Interim order of the Gauhati High court in this regard was challenged in Supreme Court by filing Special Leave petition. Hon'ble Supreme Court vide its order dated 08th May, 2020 granted the relief for extension with notice to the other party. The Hon'ble Supreme Court disposed off the SLP vide its order dated 17th June, 2020 and granted to the company four weeks times to take appropriate steps in respect of commencing of Arbitral proceedings and also extended the benefit of interim relief granted by District Court, if steps are taken for commencing Arbitral proceedings. Pursuant to the direction of the Hon'ble Supreme Court, the company sent legal notice for invocation of Arbitration on 10th July, 2020 through legal Counsel. GOAP vide letter dated 03rd August, 2020 replied to the company notice for invocation of arbitration and also suggested about negotiations. Thus, a short rejoinder was sent to GoAP on 10th August 2020 wherein company agreed for the negotiations as mentioned in the GoAP notice. Subsequently, a letter was received from GoAP for the negotiations and asked us to approach Chief Engineer (Monitoring), DHPD. The company has replied to GoAP and has agreed for discussion on the resolution of the issue. Recently on 5th April 2021, GoAP has advised company to take necessary action as mentioned in its previous letter. The matter relating to refund of upfront Premium is still sub-judice with Gauhati High Court.

- b) The company has license to implement a hydroelectric power project in the state of Arunachal Pradesh. Presently all activities are being carried out in process of project implementation and all direct and indirect expenditure is related to the project and, hence, forms part of capital work in progress. Preliminary expenses/ROC expenses are charged off to statement of profit & loss as period cost & other relevant details have been furnished in the note no.4 'Project & Pre-operative expenditure (pending allocation). Balance standing in this account at this of project commissioning will be allocated to the relevant assets.

c) **Micro, Small and Medium**

The Information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("The Act") have been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. The information has been relied upon by the auditors.

d) **Impairment review**

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets.

The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:-

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

(vii) **In case of CHYPL:**

- a) The management is of the view that there is no reasonable or virtual certainty to recognise the deferred tax asset as the company has surrendered the project therefore as on date there is no probability of any taxable profit in future that will be available for the deferred tax assets to be utilised. Therefore, the company has not recognised deferred tax assets.
- b) Due to various socio-legal issues and non-availability of the clearances from the appropriate authorities, the Board of Directors decided to surrender the project. Accordingly, the company submitted its letter dated 11th July 2017 to Directorate of Energy, Govt. of Himachal Pradesh for surrender of the project and refund of the entire upfront premium and security deposit paid on the project.

Directorate of Energy vide letter dated 03rd May 2018 had advised the company to make a presentation on 08th Jun 2018 with complete status followed by the meeting dated 12th Jun 2018. In the said meeting, it was decided that current situation at project site and concerned villages shall be assessed jointly by team of officers from DoE, Sr. Project Authority and District Administration to ascertain the ground realities with regard to the opposition of the local people towards implementation of Chango Yangthang HEP and to gather their views in this regard.

GoHP vide Notification dated 03rd Nov, 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project. The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting

CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same. In view of this, CYHPL has reiterated its demand for refund of money along with interest. The management in confident of recovering fully the upfront premium and security deposit.

- c) The Board, in order to realign the relation between assets and share capital of the Company and to accurately and fairly reflect the assets and liabilities of the Company in its books of accounts and for better presentation of the financial position of the Company, decided to reduce its share capital from ₹ 10 per share to ₹ 5 per share and accordingly filed an application with NCLT after getting requisite approval from the shareholders in the Extra Ordinary General Meeting held on 15th December, 2017.

The Hon'ble NCLT vide its order dated 08th August, 2018 approved the reduction of paid up share capital ₹ 6,000.00 Lakhs divided into 600.00 Lakhs share of ₹ 10 each to ₹ 3,000.00 Lakhs divided into 600.00 Lakhs share of ₹ 5 each.

- d) **Material Uncertainties relating to going concern**

The company has written off Capital Work in progress during the financial year 2017-2018 ₹ 2,713.18 Lakhs on account of board decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to the below main reasons/events.

Delay and uncertainty in project execution

Local Unrest - The Company has closed the project office and stop all site activities again due to continuous unrest from the local villagers and habitants from the villages of Project Area. Security and safety issues of the employees and other assets of the company have also become important now.

Protests & representations by the local panchayats and Sangharsh Samiti are continued.

The State Pollution Control Board has not been able to conduct the public hearing for the project in last two years despite the completion of all formalities from our side.

Long Delay in Government Approvals and licenses lapse

The proposal for forest clearance lying pending with the office of the Nodal Officer, State Forest Department, Shimla for want of FRA Certificates for almost two & half years.

The applications for NOC from Ministry of Home Affairs was submitted by us to Government of Himachal Pradesh vide our letter dated 27th July 2011.

It's a border area project and requires the clearance from Ministry of Defence, Government of India. The application for NOC from Ministry of Defence was filed on 20th December 2012 TEC and TOR from MoEF has expired or is expiring shortly.

Since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities, the company requested for refund of security deposit and upfront premium paid for the project amounting to ₹ 3,969.45 Lakhs.

In response to the request dated 1 February, 2018 the Government has not considered the request of Company for surrender of the Project and refund of the Premium and Security. However, GoHP mentioned that the company can apply for the extension in time lines without levy of the extension fees till the ground situation become favorable towards implementation of Hydro Electric Projects.

The Company on 16th February, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP vide Notification dated 03rd Nov 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project.

The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

This company was incorporated as a Special Purpose Vehicle for above said 180MW HEP project and is a wholly owned subsidiary of Bhilwara Energy Limited (BEL) with no external debt.

(viii) In case of BJCL, Nepal:

- a) **Going Concern**

The Financial Statements are prepared on the assumption that the Company is a going concern.

- b) **Current (Income) Tax**

Provision for current (income) tax is recognised as per applicable provisions of Income Tax Act 2058 & Rules, 2059 along with amendments that are applicable in particular income year.

- c) **Exchange rate**

Transactions in foreign currency are recognized at the exchange rates prevailing on the date of transactions. All monetary items in balance sheet which are required to be settled in foreign currency are translated applying exchange rates prevailing on the balance sheet date.

- d) Pre-operating expenses have been booked in expenses pertaining to capitalization since the company is in construction phase and it will be capitalized accordingly at the same time as the power production will commence.
- e) Mr. Trilock Chandra Agrawal, Mr. Subhash Chandra Sanghai & Mr. Ashok Kumar Agrawal has given personal Bank Guarantee of ₹ 88.50 Lakhs through Sunrise Bank to Nepal Electricity Authority on behalf of company for the PPA purpose.

(ix) Operating Leases arrangements

a) In case of BGWPL:

Operating lease relate to lease (Sublease in process) of land (Wind farm for 20 MW) with a term of 19 years 11 months. During the year Company has recognize lease rent expense of ₹ 2.34 Lakhs (previous year ₹ 2.34 Lakhs).

35. The company is operating 14 MW (7 WTGs of 2 MW each) wind power project in Maharashtra. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

36. RELATED PARTY DISCLOSURES

a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Malana Power Company Limited (MPCL)	- Subsidiary
ii.	AD Hydro Power Limited (ADHPL)	- Subsidiary of a fellow Subsidiary (MPCL)
iii.	Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
iv.	BG Wind Power Limited (BGWPL)	- Subsidiary
v.	NJC Hydro Power Limited (NHPL)	- Subsidiary
vi.	Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary

b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture;

- i. HEG Limited
- ii. Statkraft Holding Singapore PTE Limited
- iii. Statkraft Market Private Limited, India
- iv. Statkraft Invest Asia Pte. Limited, Singapore
- v. Statkraft India Private Limited
- vi. RSW Inc.

c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

- i. Mr. Ravi Jhunjunwala
- ii. Mr. Riju Jhunjunwala
- iii. Mr. Rishabh Jhunjunwala
- iv. Mrs. Rita Jhunjunwala

d) Key Management Personnel and their relatives

In case of holding companies:

i.	Mr. Ravi Jhunjunwala	- Chairman
ii.	Mr. Riju Jhunjunwala	- Managing Director
iii.	Mr. Rishabh Jhunjunwala	- Managing Director
iv.	Mr. Krishna Prasad	- Chief Financial Officer
v.	Mr. Ravi Gupta	- Company Secretary

In case of subsidiaries:

- i. Mr. O.P. Ajmera (Director in NHPL, CYHPL, BGWPL & ICCSL and Executive Director, CEO and CFO in MPCL and Director, CFO in ADHPL)
- ii. Mr. R.P. Goel (Whole Time Director, ADHPL)-Cessation on 29th November 2019
- iii. Mr. Pankaj Kapoor (Manager, ADHPL)
- iv. Mr. Arvind Gupta (Company Secretary, MPCL & ADHPL)
- v. Mr. Ravi Gupta (Company Secretary, NHPL)
- vi. Mr. Krishna Prasad (Chief Financial Officer, NHPL)
- vii. Mr. Jainender Kardam (Manager, NHPL)

- viii. Mrs. Srishti Saxena (Company Secretary, BGWPL)-w.e.f 23rd April 2019
- ix. Mr. Dibyendu Saha (Manager, BGWPL)-Cessation on 17th May 2019
- x. Mrs. Kakoli Sengupta (Manager, BGWPL)-w.e.f 11th November 2019
- xi. Mr. Rahul Sharma (Chief financial Officer, BGWPL)
- xii. Mrs. Srishti Saxena (Company Secretary, CYHPL)-Cessation on 23rd April 2019
- xiii. Ms. Priyanshi Garg (Company Secretary, CYHPL)-Cessation on 25th June 2020
- xiv. Mr. Amit Chauhan (Company Secretary, CYHPL)-w.e.f 21st December 2020
- xv. Mr. Pradeep Kumar Sharma (Manager, CYHPL)
- xvi. Mr. Sushil Kumar (Chief Financial Officer, CYHPL)

e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

- i. RSWM Limited (RSWM)
- ii. HEG Limited (HEG)
- iii. Maral Overseas Limited(MOL)
- iv. BMD Private Limited(BMD)
- v. Bhilwara Technical Textiles Limited(BTTL)
- vi. Bhilwara Infoway Private Limited
- vii. Bhilwara Services Private Limited
- viii. LNJ Bhilwara Textile Anusandhan Vikas Kendra
- ix. BSL Limited(BSL)
- x. Bhilwara Scribe Private Limited
- xi. Deepak Knits & Textiles Private Limited
- xii. LNJ Financial Services Limited(LNJFSL)
- xiii. Investors India Limited(IIL)

f) Trust under common control

- i. Malana Power Company Limited Employees Gratuity Trust
- ii. Malana Power Company Limited Sr. Executive Company Superannuation Scheme Trust
- iii. AD Hydro Power Limited Employees Group Gratuity Trust
- iv. AD Hydro Power Limited Sr. Executive Company Superannuation Scheme Trust

With parties referred to in item (a) above

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Guarantees given by the company		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Limited	600.00	600.00
Corporate Guarantee in favour of Raghav Commercial Limited for the term loan availed by BG Wind Power Limited	2,850.00	2,850.00
Corporate Guarantee in favour of Purvi Vanija Niyojan Limited for term loan availed by BG Wind Power Limited	4,300.00	4,300.00
Guarantee given by the MPCL on behalf of AD Hydro Power Limited	3,309.47	3416.66

With parties referred to in item (b) above

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Reimbursement of expenses paid by MPCL to HEG	5.27	2.31
Amount Paid by ADHPL to Statkraft Market private limited, India towards trade margin	46.28	68.82
Amount Paid by MPCL to Statkraft Market private limited, India towards trade margin	28.15	31.72

With parties referred to in item (c) above

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Remuneration paid to Mr. Ravi Jhunjunwala by MPCL	219.11	247.51
Rent paid to Mr. Riju Jhunjunwala by MPCL	18.59	17.88
Rent paid to Mr. Rishabh Jhunjunwala by MPCL	18.59	17.88
Remuneration paid to Mr. Riju Jhunjunwala by BEL	40.18	40.18
Remuneration paid to Mr. Rishabh Jhunjunwala by BEL	40.18	40.18

With parties referred to in item (d) above, other than those included in (c) above (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Rent paid to Mrs. Rita Jhunjhunwala by MPCL	19.16	18.42
Remuneration paid to Mr. R P Goel by ADHPL	-	29.63
Remuneration paid to Mr. Pankaj Kapoor by ADHPL	30.24	-
Remuneration to Mr. Arvind Gupta by MPCL	19.88	19.69
Remuneration to Mr. O P Ajmera by MPCL	218.06	240.80
Remuneration paid to Mr. Ravi Gupta by BEL	32.83	34.32
Remuneration paid to Mr. Krishna Prasad by BEL	25.93	27.33
Remuneration to Mr. Sushil Kumar CYHPL	8.59	8.03
Remuneration to Mrs. Srishti Saxena by CYHPL	-	0.20
Remuneration to Ms. Priyanshi Garg by CYHPL	0.48	1.26
Remuneration to Mr. Amit Chauhan by CYHPL	0.93	-
Remuneration to Mr. Pradeep Kumar Sharma by CYHPL	19.49	19.49
Remuneration to Mr. Jainender Kardam by NJCHPL	44.97	46.37
Remuneration to Mrs. Srishti Saxena by BGWPL	4.26	4.21
Remuneration to Mr. Dibyendu Saha by BGWPL	-	4.17
Remuneration to Mrs. Kakoli Sengupta by BGWPL	7.45	3.30
Remuneration to Mr. Rahul Sharma by BGWPL	5.70	5.86

With parties referred to in item (e) above (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Reimbursement of expenses paid to RSWM by ICCSL	9.05	13.53
Reimbursement of expenses paid to RSWM by BEL	7.99	6.91
Reimbursement of expenses paid by RSWM to BEL	3.44	12.13
Reimbursement of expenses paid by BEL to HEG	1.72	8.66
Reimbursement of Sur Sungam expenses to HEG	-	0.33
Reimbursement of expenses paid by MOL to BEL	0.41	10.88
Reimbursement of Purchase of Fabric for Business Promotion paid to BSL by BEL	-	0.20
Reimbursement of expenses paid by IIL to BEL	-	1.51
Reimbursement of expenses paid by LNJSFL to BEL	-	0.44
Reimbursement of expenses paid by BSL to BEL	-	0.88
Reimbursement of expenses paid by BMD Ltd. To BEL	1.31	4.15
Reimbursement of expenses paid by MPCL to RSWM	9.58	10.96
Rent paid to RSWM by BEL	7.16	7.16
Rent paid to RSWM by ICCSL	11.00	11.00
Rent paid to RSWM by MPCL	16.71	16.71

With parties referred to in item (f) above (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Addition in contribution MPCL Employee Group Gratuity Trust	50.71	34.92
Addition in contribution MPCL Senior Executive Group Superannuation Trust	7.12	6.96
Benefits paid on behalf of MPCL Employee Group Gratuity Trust	4.68	11.10
Contribution towards Employees Group Gratuity Trust-ADHPL	-	34.32
Contribution towards Sr. Executive Group Superannuation Scheme Trust-ADHPL	3.69	1.50
Benefits paid on behalf of ADHPL Employee Group Gratuity Trust	12.68	20.42
Benefits paid on behalf of ADHPL Senior Executive Group Superannuation Trust	-	18.50

Outstanding from Persons referred to in (b)

I. In case of MPCL: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Balances Receivable at the year-end:		
- Statkraft Market Private Limited	0.10	0.17
II. In case of ADHPL: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Balances Receivable at the year-end:		
- Statkraft Market Private Limited	0.20	0.33
III. In case of ICCS: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Balances Payable at the year-end:		
RSWM Ltd.	356.14	361.35

Outstanding from Persons referred to in (c) & (d)

I. In case of holding company: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Balances Receivable at the year-end:		
Mr. Krishna Prasad- Home Loan	4.17	6.17
II. In case of MPCL: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Balances Receivable at the year-end:		
Mr. O.P. Ajmera - Home Loan	5.00	20.00

Security Deposit / Advance from Persons referred to in (c) & (d)

I. In case of holding company: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Mr. Krishna Prasad - Security Deposit for Car	1.77	1.52
Mr. Ravi Gupta-Security Deposit for Car	3.61	3.25
II. In case of BGWPL: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Mr. Rahul Sharma-Home Loan	1.40	2.03
III. In case of CYHPL: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Mr. Sushil Kumar-Home Loan	3.53	-

Outstanding from Persons referred to in (c) & (d)

I. In case of MPCL: (₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Balances Payable at the year-end:		
Commission payable to Mr. Ravi Jhunjunwala	51.48	87.05
Mrs. Rita Jhunjunwala	-	1.41
Mr. Rishabh Jhunjunwala	-	1.37
Mr. Riju Jhunjunwala	-	1.37

37. Compensation of Key Managerial Personnel #**I. In case of holding company:**

Particulars	As at March 31, 2021 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	36.00	36.00	31.22	24.73	127.95
Defined Contribution Plan	4.18	4.18	1.61	1.21	11.18
Total	40.18	40.18	32.83	25.94	139.13

Particulars	As at March 31, 2020 (₹ in Lakhs)				
	Mr. Riju Jhunjunwala (Managing Director)	Mr. Rishabh Jhunjunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	36.00	36.00	32.71	26.13	130.84
Defined Contribution Plan	4.18	4.18	1.61	1.21	11.17
Total	40.18	40.18	34.32	27.34	142.01

II. In case of MPCL:

Particulars	As at March 31, 2021 (₹ in Lakhs)			
	Mr. Ravi Jhunjunwala (CMD)	Mr. O P Ajmera (CEO & CFO)**	Mr. Arvind Gupta (CS)*	Total
Short Term Benefit##	207.84	205.86	17.87	431.57
Defined Contribution Plan	11.27	12.20	2.01	25.48
Total	219.11	218.06	19.88	457.05

Particulars	As at March 31, 2020 (₹ in Lakhs)			
	Mr. Ravi Jhunjunwala (CMD)	Mr. O P Ajmera (CEO & CFO)**	Mr. Arvind Gupta (CS)*	Total
Short Term Benefit##	236.67	228.60	17.68	482.95
Defined Contribution Plan	10.84	12.20	2.01	25.05
Total	247.51	240.80	19.69	508.00

III. In case of ADHPL:*

Particulars	As at March 31, 2021 (₹ in Lakhs)		As at March 31, 2020 (₹ in Lakhs)	
	Whole Time Director	Manager	Whole Time Director	Manager
	Mr. R P Goel	Mr. Pankaj Kapoor	Mr. R P Goel	Mr. Pankaj Kapoor
Short Term Benefit	-	28.86	29.63	-
Defined Contribution Plan	-	1.38	-	-
Total	-	30.24	29.63	-

* The remuneration of KMPs (CFO and CS) is being drawn from the Holding company M/s Malana Power Company Limited.

IV. In case of CYHPL:

Particulars	As at March 31, 2021 (₹ in Lakhs)				
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)*	Ms. Priyanshi Garg (CS)*	Total
Short Term Benefits	8.59	19.49	0.93	0.48	29.49
Defined Contribution Plan	-	-	-	-	-
Total	8.59	19.49	0.93	0.48	29.49

Particulars	As at March 31, 2020 (₹ in Lakhs)				
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Ms. Srishti Saxena (CS)*	Ms. Priyanshi Garg (CS)*	Total
Short Term Benefits	8.03	19.49	0.20	1.26	28.98
Defined Contribution Plan	-	-	-	-	-
Total	8.03	19.49	0.20	1.26	28.98

V. In case of BGWPL:

Particulars	As at March 31, 2021 (₹ in Lakhs)				
	Mr. Rahul Sharma (CFO)	Mr. Dibyendu Saha (Manager)	Mrs. Kakoli Sengupta (Manager)	Ms. Srishti Saxena (CS)*	Total
Short Term Benefits	5.70	-	7.45	4.26	17.41
Defined Contribution Plan	-	-	-	-	-
Total	5.70	-	7.45	4.26	17.41

Particulars	As at March 31, 2020 (₹ in Lakhs)				
	Mr. Rahul Sharma (CFO)	Mr. Dibyendu Saha (Manager)	Mrs. Kakoli Sengupta (Manager)	Ms. Srishti Saxena (CS)*	Total
Short Term Benefits	5.86	4.17	3.30	4.21	17.54
Defined Contribution Plan	-	-	-	-	-
Total	5.86	4.17	3.30	4.21	17.54

VI. In case of NHPL:

Particulars	As at March 31, 2021				As at March 31, 2020			
	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total
Short Term Benefits	44.97	-	-	44.97	46.37	-	-	46.37
Total	44.97	-	-	44.97	46.37	-	-	46.37

* The remuneration of KMPs (CFO and CS) is being drawn from the Holding company M/s Bhilwara Energy Limited.

* As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

** Out of total remuneration paid to Mr. O P Ajmera, ₹ 72.36 Lakhs (Previous year ₹ 73.04 Lakhs) has been recovered from Bhilwara Energy Limited.

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS19 - Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

I. In case of BJCL, Nepal:

Name	Relation	As at March 31, 2021 (₹ in Lakhs)
Purshottam Lal Sanghai	Shareholder	Payable of ₹ 5.98 Lakhs
Subash Chandra Sanghai	Shareholder	Payable of ₹ 14.48 Lakhs to Subhash Chandra Sanghai
Govind Lal Sanghai	Shareholder	Payable of ₹ 53.03 Lakhs to Govind Lal Sanghai
Mega Star Reality Private Limited	Two Common Directors	Receivable of ₹ 45.10 Lakhs for payment of advance to purchase land
Triveni Hydro Power Private Limited	Shareholder	Payable of ₹ 106.53 Lakhs

Name	Relation	As at March 31, 2020 (₹ in Lakhs)
Purshottam Lal Sanghai	Shareholder	Payable of ₹ 5.98 Lakhs
Subash Chandra Sanghai	Shareholder	Payable of ₹ 14.48 Lakhs to Subhash Chandra Sanghai
Govind Lal Sanghai	Shareholder	Payable of ₹ 53.03 Lakhs to Govind Lal Sanghai
Mega Star Reality Private Limited	Two Common Directors	Receivable of ₹ 45.10 Lakhs for payment of advance to purchase land
Triveni Hydro Power Private Limited	Shareholder	Payable of ₹ 106.53 Lakhs

38. DEFINED CONTRIBUTION PLAN**I. In case of holding company****(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
Employer's Contribution to provident fund	11.88	12.85
Total	11.88	12.85

II. In case of MPCL:**i. Defined contribution plan****a. Superannuation Fund**

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company is generally liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return and recognizes such contributions and shortfall, if any, as an expense in the year it is incurred. Having regard to the assets of the fund and the return on the investments, the Company does not expect any shortfall in the foreseeable future. The Company recognized ₹ 5.62 Lakhs (previous year ₹ 5.37 Lakhs) in the statement of profit and loss account.

b. Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 45.57 Lakhs (previous year ₹ 52.22 Lakhs) in the statement of profit and loss account (Refer Note 24 of MPCL Standalone).

ii. Details of defined benefit plan and long term employee benefit plan**a. Gratuity Fund**

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

b. Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

III. In case of ADHPL:**i. Defined contribution plan****a. Superannuation Fund**

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company is generally liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return and recognizes such contributions and shortfall, if any, as an expense in the year it is incurred. Having regard to the assets of the fund and the return on the investments, the Company does not expect any shortfall in the foreseeable future. The Company recognized ₹ 3.69 Lakhs (previous year ₹ 4.75 Lakhs) in the statement of profit and loss account.

b. Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 67.58 Lakhs (previous year ₹ 68.11 Lakhs) in the statement of profit and loss account. (Refer Note 22 of ADHPL Standalone).

ii. Details of defined benefit plan and long term employee benefit plan**a. Gratuity Fund**

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

b. Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

IV. In case of ICCS:

Defined benefit plan

Disclosures including sensitivity analysis in respect of gratuity and leave encashment have been made as per the valuation of employee benefit done for the year ended March 31, 2021.

39. EMPLOYEE BENEFITS PLAN

I. Gratuity

Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	788.45	784.17
Fair value of Plan Assets	820.54	642.45
	(32.09)	141.72
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	(32.09)	141.72

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period

Particulars	As at March 31, 2021	As at March 31, 2020
Total Charge/(Credit) Recognised in Profit and Loss	56.40	49.58
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	(91.17)	105.51

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation beginning of period	784.17	637.83
b) Interest Cost on DBO	53.10	49.69
c) Net Current Service Cost	46.66	45.14
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(63.60)	(40.48)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination/Divestiture	-	-
i) Losses / (Gains) on Curtailments/Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(31.88)	91.99
k) Defined Benefit Obligation End of Period	788.45	784.17

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	642.45	580.38
b) Expected return on plan assets	43.37	45.45
c) Employer contribution	134.91	69.24
d) LIC Charges	(0.00)	(0.14)
e) Actual Plan Participants' Contributions	-	-
f) Actual Taxes Paid	-	-
g) Actual Administration Expenses Paid	-	-
h) Changes in Foreign Currency Exchange Rates	-	-
i) Benefits paid	(62.02)	(38.76)
j) Acquisition /Business Combination/Divestiture	-	-
k) Assets Extinguished on Curtailments/ Settlements	-	-
l) Actuarial (Gain)/Loss on Asset	38.47	13.52
m) Fair value of plan assets at the end.	817.99	642.45

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	46.66	45.15
b) Net Interest Cost	9.74	4.43
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	56.40	49.58

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period - End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in OCI (Gain) / Loss Beginning of Period	122.67	17.15
b) Remeasurements Due to :	-	-
1. Effect of Change in Financial Assumptions	(7.44)	69.47
2. Effect of Change in Demographic Assumptions	-	(0.10)
3. Effect of Experience Adjustments	(24.44)	22.62
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	(59.29)	13.52
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognised in OCI (Gain)/Loss	(91.17)	105.51
d) Amount Recognized in OCI (Gain)/Loss End of Period	31.50	122.66

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in P&L End of Period	56.40	49.58
b) Amount recognized in OCI End of Period	(91.17)	105.51
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	(34.77)	155.09

6 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability Beginning of Period	141.72	57.45
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	56.40	49.58
d) Total Remeasurements Recognised in OC (Income)/Loss	(91.17)	105.51
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	(134.91)	(69.24)
g) LIC Charges	0.00	0.14
h) Benefits Paid	(1.58)	(1.72)
i) Other Events	-	-
j) Balance Sheet (Asset)/Liability End of Period	(32.09)	141.72

7 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Expected return on plan assets	43.37	45.25
b) Remeasurement on Plan Assets	38.06	(13.52)
c) Actual Return on Plan Assets	15.71	31.73

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Unrecognised Asset Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset End of Period	-	-

9 The Major Categories of Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Government of India Securities (Central and State)	-	-
b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
c) Equity Shares of listed companies	-	-
d) Cash (Including Bank Balance Special Deposit Scheme)	-	-
e) Funds Managed by Insurer *	100%	100%
f) Others	-	-
Total	100%	100%

*In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

10 Current / Non-Current Bifurcation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Current liability	174.23	68.15
b) Non-Current liability	614.22	716.02
c) Net Liability	788.45	784.17

11 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Actives	788.45
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	788.45

12 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(40.57)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	45.23
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	45.20
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(41.06)

13 Expected Cash flows for the Next Ten Years (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Year - 2022	174.34
b) Year - 2023	35.14
c) Year - 2024	47.33
d) Year - 2025	21.81
e) Year - 2026	26.22
f) Year - 2027 to 2031	443.43

II. Leave Encashment**Financial Assumptions Used to Determine the Profit & Loss Charge** (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	430.34	457.73
Fair value of Plan Assets	-	-
	430.34	457.73
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	430.34	457.73

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation, beginning of period	457.73	383.97
b) Interest Cost on DBO	31.01	29.91
c) Net Current Service Cost	30.58	35.61
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(35.15)	(14.61)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(53.84)	22.85
k) Defined Benefit Obligation, End of Period	430.34	457.73

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Amounts Recognised in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	30.58	35.61
b) Net Interest Cost	31.01	29.91
c) Past Service Cost	-	-
d) Remeasurements*	(53.84)	22.85
e) Administration Expenses	-	-
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g) Total Expense /(Income) included in "Employee Benefit Expense"	7.76	88.37

4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Remeasurements Due to :		
1. Effect of Change in Financial Assumptions	(4.31)	45.88
2. Effect of Change in Demographic Assumptions	-	(0.05)
3. Effect of Experience Adjustments	(49.53)	(22.99)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
b) Total Remeasurements Recognised (gains) / losses	(53.84)	22.85

5 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability, Beginning of Period	457.73	383.97
b) Total Charge/(Credit) Recognised in Profit and Loss	7.76	88.37
c) Acquisition /Business Combination / Divestiture	-	-
d) Benefit Payouts	(35.15)	(14.61)
e) Balance Sheet (Asset)/Liability, End of Period	430.34	457.73

6 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Expected return on plan assets	-	-
b) Remeasurement on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

7 Asset Category		(₹ in Lakhs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Government of India Securities (Central and State)	-	-	
b) High quality corporate bonds (including Public Sector Bonds)	-	-	
c) Equity shares of listed companies	-	-	
d) Real Estate / Property	-	-	
e) Cash (including Special Deposits)	-	-	
f) Other (including assets under Schemes of Insurance)	-	-	
g) Total	-	-	

8 Current / Non-Current Bifurcation		(₹ in Lakhs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Current liability	62.39	38.81	
b) Non-Current liability	367.95	418.92	
c) Net Liability	430.34	457.73	

9 Defined Benefit Obligation by Participant Status		(₹ in Lakhs)	
Particulars	As at March 31, 2021		
a) Actives	430.34		
b) Vested Deferreds	-		
c) Retirees	-		
d) Total Defined Benefit Obligation	430.34		

10 Sensitivity Analysis		(₹ in Lakhs)	
Particulars	As at March 31, 2021		
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(25.70)		
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	29.32		
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	29.24		
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(25.98)		

40. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2021 and March 31, 2020.

i. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

		(₹ in Lakhs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Variable rate borrowings	14,013.92	15,041.26	
Fixed rate borrowings	23,512.02	33,206.33	
Total	37,525.94	48,247.59	

ii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2021 and March 31, 2020.

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Effect on Profit if Interest Rate - decrease by 25 basis points	24.83	26.65
Effect on Profit if Interest Rate - increases by 25 basis points	(24.83)	(26.65)

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

II. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Hence, no further disclosure is required under this section.

- a) Foreign currency exposure outstanding as at Balance Sheet date: - NIL.
- b) Un-hedged foreign currency exposures as at Balance Sheet date: - NIL.

III. Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the company and the company doesn't deal in commodities

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	212.96	-	212.96	212.96	-	212.96
Investments	0.09	-	0.09	0.05	-	0.05
Advance for Bara Bhanghal	6,801.84	3,741.84	3,060.00	6,801.84	3,741.84	3,060.00
GBI claim receivable	212.26	-	212.26	112.12	-	112.12
Interest accrued on bank deposits	125.39	-	125.39	135.80	-	135.80
Cash and cash equivalents	1,647.07	-	1,647.07	5,519.06	-	5,519.06
Bank balances	6,473.78	-	6,473.78	5,549.03	-	5,549.03
Deposit with maturity more than 12 month	3.40	-	3.40	4.40	-	4.40
Amount deposits under protest	35.00	-	35.00	35.00	-	35.00
Advance recoverable from HPSEBL	1,863.14	-	1,863.14	1,866.92	-	1,866.92
Unbilled revenue	1,025.88	-	1,025.88	614.63	-	614.63
Retention Money	28.58	-	28.58	8.84	-	8.84
Loan to employees	78.95	-	78.95	95.66	-	95.66
Advances recoverable in cash or kind	61.42	-	61.42	50.21	-	50.21
Trade Receivables	6,077.96	345.01	5,732.71	4,462.96	331.39	4,131.57

Financial assets to which loss allowance is measured using lifetime Expected Credit Loss (ECL) as on March 31, 2021

(₹ in Lakhs)

Particulars	Not Due	Within 6 Months	6 Months to 1 Year	1 Year to 3 Year	More than 3 Year	Total
Trade Receivables- Gross Carrying amount	4,189.41	915.52	398.07	441.41	133.31	6,077.72
Expected Loss Rate	-	-	-	-	-	-
Expected Credit Losses	-	-	-	319.17	25.84	345.01
Carrying amount of Trade receivables	4,189.41	915.52	398.07	122.24	107.47	5,732.71

Financial assets to which loss allowance is measured using lifetime Expected Credit Loss (ECL) as on March 31, 2020

(₹ in Lakhs)

Particulars	Not Due	Within 6 Months	6 Months to 1 Year	1 Year to 3 Year	More than 3 Year	Total
Trade Receivables- Gross Carrying amount	3,682.59	205.10	74.82	489.19	11.26	4,462.96
Interest accrued on loan to body corporate	-	-	-	-	188.43	188.43
Expected Loss Rate	-	-	-	-	100%	-
Expected Credit Losses	-	-	-	320.13	199.69	519.82
Carrying amount of Trade receivables	3,682.59	205.10	74.82	169.06	-	4,131.57

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers which are state government run power utility majors. Hence company has not provided for any discounting on time value of money.

c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:-

As at March 31, 2021	Less than 3 months	3 to 6 months	6 to 12 months	12 Months to 3 Years	More than 3 Years	Total (₹ in Lakhs)
Borrowings	356.71	426.70	5,172.46	10,102.23	23,107.84	39,165.94
Security deposits from employees	0.15	0.16	0.53	9.66	-	10.50
Sundry deposit	-	-	45.39	-	-	45.39
Creditors for capital expenditure	-	-	-	6.74	-	6.74
Other payable	267.22	-	50.00	40.00	-	357.22
Trade payables	-	-	1,174.76	1.51	356.14	1,562.93
Expenses payable	63.75	-	1.17	1.15	0.07	66.14
Interest accrued but not due on loan from financial institution	123.71	-	-	-	-	123.71

As at March 31, 2020	Less than 3 months	3 to 6 months	6 to 12 months	12 Months to 3 Years	More than 3 Years	Total (₹ in Lakhs)
Borrowings	1,435.15	1,580.08	2,065.94	13,079.03	31,053.99	49,214.19
Security deposits from employees	0.15	0.16	0.53	9.05	-	9.89
Sundry deposit	3.37	11.34	5.87	1.33	6.87	28.78
Amount due to group companies	0.76	-	-	-	-	0.76
Creditors for capital expenditure	0.35	-	12.81	-	-	13.16
Other payable	156.77	0.25	51.44	41.79	4.93	255.18
Trade payables	871.65	19.34	165.56	-	358.70	1,415.25
Expenses payable	150.93	5.54	-	1.15	-	157.62
Interest accrued but not due on loan from financial institution	192.76	-	-	-	-	192.76

41. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Lakhs)

Particulars	As at March 31, 2021				As at March 31, 2020			
	FVPL	FVOCI	Amortised cost	Fare Value	FVPL	FVOCI	Amortised cost	Fare Value
Financial assets								
Security deposits	-	-	212.96	212.96	-	-	212.96	212.96
Investments	-	-	0.09	0.09	-	-	0.05	0.05
Advance for bara bhagal project	-	-	3,060.00	3,060.00	-	-	3,060.00	3,060.00
GBI Claim receivable	-	-	212.26	212.26	-	-	112.12	112.12
Interest accrued on deposit and other	-	-	125.39	125.39	-	-	135.80	135.80
Cash and cash equivalents	-	-	1,647.07	1,647.07	-	-	5,519.06	5,519.06
Bank balances	-	-	6,473.78	6,473.78	-	-	5,549.03	5,549.03
Deposit with maturity more than 12 month	-	-	3.40	3.40	-	-	4.40	4.40
Amount deposits under protest	-	-	35.00	35.00	-	-	35.00	35.00
Advance recoverable from HPSEBL	-	-	1,863.14	1,863.14	-	-	1,866.92	1,866.92
Unbilled revenue	-	-	1,025.88	1,025.88	-	-	614.63	614.63
Retention Money	-	-	28.58	28.58	-	-	8.84	8.84
Loan to Employees	-	-	78.95	78.95	-	-	95.66	95.66
Advances recoverable in cash or kind	-	-	61.42	61.42	-	-	50.21	50.21
Trade receivables	-	-	5,732.71	5,732.71	-	-	4,131.57	4,131.57
Total Financial Assets	-	-	20,560.63	20,560.63	-	-	21,396.25	21,396.25
Financial Liabilities								
Borrowings	-	-	38,557.15	38,557.15	-	-	49,214.19	49,214.19
Security deposits from employees	-	-	10.50	10.50	-	-	9.89	9.89
Deposit from contractors and others	-	-	45.39	45.39	-	-	37.56	37.56
Creditors for capital expenditure	-	-	6.74	6.74	-	-	13.16	13.16
Amount due to group companies	-	-	-	-	-	-	0.76	0.76
Other payable	-	-	357.22	357.22	-	-	246.40	246.40
Trade Payables	-	-	1,562.93	1,562.93	-	-	1,415.25	1,415.25
Expenses payable	-	-	66.14	66.14	-	-	157.62	157.62
Interest accrued but not due	-	-	123.71	123.71	-	-	192.76	192.76
Total Financial Liabilities	-	-	40,729.78	40,729.78	-	-	51,287.59	51,287.59

I. Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:-

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liability

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Particulars	Carrying amount (₹ in Lakhs)	Fair value As at March 31, 2021		
		Level 1	Level 2	Level 3
Financial assets				
Investment (quoted)	0.09	-	-	0.09
Loan to body corporate	-	-	-	-
Total	0.09	-	-	0.09
Financial liabilities				
Borrowings-Term loan and others	37,525.94	-	-	37,525.94
Borrowings-from other party	1,031.21	-	-	1,031.21
Total	38,557.15	-	-	38,557.15

Particulars	Carrying amount (₹ in Lakhs)	Fair value As at March 31, 2020		
		Level 1	Level 2	Level 3
Financial assets				
Investment (quoted)	0.05	-	-	0.05
Loan to body corporate	-	-	-	-
Total	0.05	-	-	0.05
Financial liabilities				
Borrowings	48,247.60	-	-	48,247.60
Borrowings-from other party	966.59	-	-	966.59
Total	49,214.19	-	-	49,214.19

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

42. DEFERRED TAX

i. In case of holding company:-

In accordance with Ind-AS 12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ₹ 15,894.09 Lakhs (previous year ₹ 17,178.55 Lakhs) as on March 31, 2021.

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Tax effects constituting deferred tax assets		
Business loss brought/carried forward	16,587.94	16,587.94
Unabsorbed depreciation brought/carried forward	1,873.88	2,863.51
Provision for Leave encashment	25.27	25.56
Provision for Gratuity	50.12	46.07
Total deferred tax assets (a)	18,537.22	19,523.08
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	2,643.12	2,344.53
Total deferred tax liabilities (b)	2,643.12	2,344.53
Net Deferred Tax Asset (a-b)	15,894.09	17,178.55
Less: Valuation Allowance	(15,894.09)	(17,178.55)
Net Deferred tax assets	-	-

ii. In case of BGWPL:-

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ₹ 6,090.23 Lakhs (previous year ₹ 5,319.98 Lakhs) as on March 31, 2021.

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Tax effects constituting deferred tax assets		
Unabsorbed Losses	548.13	548.13
Brought Forward Depreciation	3,471.92	2,728.43
Provision for Leave Encashment	2.98	3.04
Provision for Gratuity	2.64	2.44
Deferred Interest	64.62	-
Difference between tax base and book base of Property, plant and Equipment	1,902.07	2,037.95
Total deferred tax assets (a)	6,090.23	5,319.98
Tax effects constituting deferred tax liabilities	-	-
Total deferred tax liabilities (b)	-	-
Net Deferred Tax Asset (a-b)	6,090.23	5,319.98
Less: Valuation Allowance	(6,090.23)	(5,319.98)
Net Deferred tax assets	-	-

iii. In case of ADHPL:-

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognized only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax assets can be realized, the Company has not recognized deferred tax asset to the extent of ₹ 7,979.67 Lakhs (previous year ₹ 7,421.15 Lakhs) as on March 31, 2021.

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Tax effects constituting deferred tax assets		
Unabsorbed losses	-	-
Brought forward depreciation	28,946.27	29,403.45
Provision for employee benefits	47.86	72.55
MAT credit entitlement (also refer note 26 of ADHPL)	1,809.87	1,320.64
Total Deferred tax assets (a)	30,804.00	30,796.64
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	(22,824.33)	(23,375.49)
Total Deferred tax liabilities (b)	(22,824.33)	(23,375.49)
Net deferred tax asset (a) +(b)	7,979.67	7,421.15
Less: Valuation Allowance	(7,979.67)	(7,421.15)
Net Deferred tax asset	-	-

i. In case of BJCL:-

Deferred taxes are recognized on temporary differences that arise among financial accounts and tax accounts. A deferred tax asset is recognized on future deductible difference whereas deferred tax liability is recognized on future taxable difference arising as on balance sheet date. In current financial year deferred tax has not been recognized as the company is in construction phase.

43. CAPITAL MANAGEMENT

a) Risk management

The Company's objectives when managing capital are to:-

- Safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during 2019-2020 and 2020-2021 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Net Debt	37,518.87	43,695.13
Total equity	137,279.08	134,707.94
Net Debt to Equity Ratio	0.27	0.32

Loan covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

44. INTEREST IN OTHER ENTITIES:

The Group's subsidiaries as at 31 March, 2021 are set out below:-

(a) Subsidiaries

Name of subsidiary/step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on 31st March 2021 (%)	Proportion of ownership as on 31st March 2020 (%)	Principal Activity
Malana Power Company Limited	MPCL	India	51.00%	51.00%	Power generation
AD Hydro Power Limited (ADHPL) (88% subsidiary of MCPL)	ADHPL	India	44.88%	44.88%	Power generation
BG Wind Power Limited	BGWPL	India	100.00%	100.00%	Power generation
Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%	Consultancy Services
NJC Hydro Power Limited	NHPL	India	100.00%	100.00%	Power generation
Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%	Power generation
Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%	Power generation

(b) Non-Controlling Interest (NCI)

Below is the summarized financial information for each subsidiary that has non-controlling interest that is material to the group. The amounts disclosed for each subsidiary are before the inter-company eliminations.

(₹ in Lakhs)

Summarized Balance Sheet	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20
Current Assets	10,313.33	14,969.85	627.77	560.06	64.32	65.04
Current liabilities	6,347.68	5,838.23	659.59	766.36	249.72	142.35
Net current assets	3,965.65	9,131.62	(31.82)	(206.30)	(185.40)	(77.31)
Non-current Assets	145,101.98	147,360.03	297.04	325.95	1,615.48	1,615.83
Non-current liabilities	23,579.17	33,401.27	54.39	69.86	-	-
Net Non-current assets	121,522.81	113,958.76	242.65	256.09	1,615.48	1,615.83
Net Assets	125,488.46	123,090.38	210.83	49.79	1,430.08	1,538.52
Accumulated NCI	61,489.35	60,314.29	51.72	12.21	59.21	63.69

(₹ in Lakhs)

Summarized statement of Profit and loss	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20
Revenue	24,967.97	32,655.34	516.78	498.93	-	-
Profit for the year	4,414.26	8,950.35	131.30	24.71	(1.90)	(2.31)
Other comprehensive income	49.18	(90.17)	23.84	0.90	-	-
Total Comprehensive Income	4,463.44	8,860.18	155.14	25.61	(1.90)	(2.31)
Profit allocated to NCI	2,187.08	4,341.49	38.09	6.29	(0.08)	(0.10)

(₹ in Lakhs)

Summarized cash flow	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Group Limited, Nepal	
	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20
Cash flow from operating activities	13,682.79	17,490.92	4.89	(67.41)	(0.72)	(1.77)
Cash flow from investing activities	6,895.29	22,896.29	1.45	(3.02)	-	-
Cash flow from financing activities	(23,336.49)	(37,239.58)	(2.21)	(2.29)	-	-
Net increase / (decrease) in cash and cash equivalents	(2,758.41)	3,147.63	4.13	(72.72)	(0.72)	(1.77)

45. ADDITIONAL INFORMATION ON THE ENTITIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS AS REQUIRED UNDER SCHEDULE III OF THE ACT.

Name of the Entity in the Group	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated profit or loss	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)	As % of Total Comprehensive Income	Amount (₹ in Lakhs)
Parent								
Bhilwara Energy Limited								
31-03-21	121.82%	33,195.73	21.21%	986.73	3.79%	2.90	20.93%	989.63
31-03-20	40.20%	32,206.10	(5.27%)	(395.72)	4.67%	(4.42)	(5.40%)	(400.14)
Subsidiaries								
Indian:								
NJC Hydro Power Limited								
31-03-21	36.38%	9,912.20	(0.05%)	(2.35)	0.00%	-	(0.05%)	(2.35)
31-03-20	12.37%	9,914.55	(0.03%)	(2.41)	0.00%	-	(0.03%)	(2.41)
BG Wind Power Limited								
31-03-21	(6.95%)	(1,893.71)	(18.08%)	(841.41)	0.33%	0.25	(17.79%)	(841.16)
31-03-20	(1.31%)	(1,052.56)	(13.77%)	(1,033.53)	0.77%	(0.73)	(13.95%)	(1,034.26)
Malana Power Company Limited								
31-03-21	400.11%	1,19,928.23	94.87%	4,414.26	64.33%	49.18	94.38%	4,463.44
31-03-20	147.02%	117,794.59	119.23%	8,950.35	95.25%	(90.17)	119.54%	8,860.18
Indo Canadian Consultancy Services Limited								
31-03-21	0.77%	210.83	2.82%	131.30	31.18%	23.84	3.28%	155.14
31-03-20	0.06%	49.79	0.33%	24.71	(0.95%)	0.90	0.35%	25.61
Chango Yangthang Hydro Power Limited								
31-03-21	11.39%	3,104.47	(0.73%)	(33.85)	0.37%	0.28	(0.71%)	(33.57)
31-03-20	3.92%	3,138.03	(0.46%)	(34.52)	0.26%	(0.25)	(0.47%)	(34.77)
Foreign								
Balephi Jalvidhyut Company Limited, Nepal								
31-03-21	5.25%	1,430.08	(0.04%)	(1.90)	0.00%	-	(0.04%)	(1.90)
31-03-20	1.92%	1,538.52	(0.03%)	(2.31)	0.00%	-	(0.03%)	(2.31)

Name of the Entity in the Group	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated profit or loss	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)	As % of Total Comprehensive Income	Amount (₹ in Lakhs)
Elimination adjustments								
31-03-21	(508.77%)	(138,638.33)	0.00%	-	0.00%	-	0.00%	-
31-03-20	(104.18%)	(83,470.26)	0.00%	-	0.00%	-	0.00%	-
Total Equity								
31-03-21	100.00%	27,249.50	100.00%	4,652.78	100.00%	76.45	100.00%	4,729.23
31-03-20	100.00%	80,118.76	100.00%	7,506.57	100.00%	(94.67)	100.00%	7,411.90
Non-Controlling Interest in all the subsidiaries								
31-03-21		64,462.51		2,327.85		39.29		2,367.14
31-03-20		63,114.61		4,566.48		(52.72)		4,513.76

In case of MPCL

46. The Board of Directors of the Company in its meeting held on February 02, 2021 had declared an interim dividend of ₹ 1.40 per equity share of face value 10 per share. During the year, MPCL had declared total dividend of ₹ 2,065.36 Lakhs.
47. Subsequent to the year end, on May 12, 2021, MPCL and ADHPL have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780.00 Lakhs out of total sub debt of ₹ 46,380.00 Lakhs and accumulated interest of ₹ 23,395.89 Lakhs on total debt. Refer Note 35 (ii)-(MPCL Stand-alone).
48. Effective April 01, 2019, MPCL adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to 23.18 Lakhs as at April 01, 2019 as disclosed in Note 3. (MPCL Stand-alone)
49. The Ministry of home affairs issued Order No.40-3/2020 dated March 24, 2020, notified electricity among the essential services in its guidelines which continued to operate during lock down in the crises situation of Covid-19, declared as pandemic by World Health Organization. Malana Power Company Limited business being generation and sale of electricity is covered under essential services which is least impacted due to Covid-19. MPCL believes that thus far, there is no significant impact of Covid-19 pandemic on the financial position and performance of MPCL. Further, MPCL is not expecting any significant change in estimates as of now as MPCL is running its business and operations as usual without any major disruptions.

In case of ADHPL

50. Subsequent to the year end, on May 12, 2021, ADHPL and MPCL have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780.00 Lakhs out of total sub debt of ₹ 46,380.00 Lakhs and accumulated interest of ₹ 23,395.89 Lakhs on total debt. Refer Note 29.3(iv)-(ADHPL Stand-alone).
51. Effective April 01, 2019, ADHPL adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 4,132.29 Lakhs as at April 01, 2019 as disclosed in Note 3-(ADHPL Stand-alone).
52. The Ministry of home affairs issued Order No.40-3/2020 dated March 24, 2020, notified electricity among the essential services in its guidelines which continued to operate during lock down in the crises situation of Covid-19, declared as pandemic by World Health Organization. The Company's business being generation and sale of electricity is covered under essential services which is least impacted due to Covid-19. The Company believes that so far, there is no significant impact of Covid-19 pandemic on the financial position and performance of ADHPL. Further, ADHPL is not expecting any significant change in estimates as of now as ADHPL is running its business and operations as usual without any major disruptions.
53. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

54. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 19, 2021.

As per our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 19th May, 2021

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjunwala
Chairman
DIN - 00060972

Krishna Prasad
Chief Financial Officer

Riju Jhunjunwala
Managing Director
DIN - 00061060

Ravi Gupta
Company Secretary
M.No. F5731

ANNUAL REPORTS
OF
SUBSIDIARIES

LIST OF ATTACHMENTS

Annual Report of Subsidiaries for the year ended 31st March, 2021

1. Malana Power Company Limited
2. AD Hydro Power Limited
3. Indo Canadian Consultancy Services Limited
4. BG Wind Power Limited
5. NJC Hydro Power Limited
6. Chango Yangthang Hydro Power Limited
7. Balephi Jalvidhyut Company Limited, Nepal

ANNUAL REPORT
OF



MALANA POWER COMPANY LIMITED

CIN : U40101HP1997PLC019959

CORPORATE INFORMATION

CHAIRMAN - EMERITUS

Mr. L. N. Jhunjhunwala

CHAIRMAN & MANAGING DIRECTOR

Mr. Ravi Jhunjhunwala

DIRECTORS

Mr. Om Prakash Ajmera, Executive Director, CEO & CFO

Dr. Kamal Gupta

Mr. Tantra Narayan Thakur

Ms. Tima Iyer Utne

Mr. Rahul Varshney

KEY EXECUTIVES

Mr. T. K. Trehan, Plant In-Charge (Operations)

Mr. R.K. Khaitan, Vice President

COMPANY SECRETARY

Mr. Arvind Gupta

STATUTORY AUDITORS

Deloitte Haskins & Sells LLP, Gurgaon

INTERNAL AUDITORS

M/s BGJC & Associates, LLP

Chartered Accountants

New Delhi

BANKERS / FINANCIAL INSTITUTIONS

NIIF Infrastructure Finance Ltd.

ICICI Bank Ltd.

IDBI Trusteeship Services Ltd.

REGISTERED OFFICE

Village Chauki, P.O.Jari

Distt. Kullu (H.P.) - 175 105

Phone : 01902-276074 - 78

Fax : 01902 - 276078

CORPORATE OFFICE

Bhilwara Towers

A-12, Sector - 1

Noida - 201 301 (NCR - Delhi)

Phone : 0120 - 4390000 (EPABX)

Fax : 0120 - 4277841

Website : www.malanapower.com

LIAISON OFFICE

Bhilwara Bhawan

40-41, Community Centre

New Friends Colony

New Delhi - 110 025

Phone : 011-26822997

CIN: U40101HP1997PLC019959

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2020-21

The Members

Malana Power Company Limited

The Board of Directors of the Company are pleased to present their Twenty-fourth Annual Report on the business and operations of the Company and audited financial statements for the year ended 31st March, 2021 together with the Auditors' Report.

1. FINANCIAL PERFORMANCE

(₹ in Millions)

Particulars	Standalone		Consolidated	
	For the financial year ended		For the financial year ended	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Revenue from operations	734.80	925.56	2496.80	3265.54
Other Income	175.30	500.77	170.00	108.85
Total Revenue	910.1	1426.327	2666.80	3374.39
Operating and Administrative Expenses	379.21	369.498	1084.650	1068.773
Operating Profit before Interest, Depreciation & Tax	530.89	1,056.83	1,582.15	2,305.62
Depreciation & Amortization Expenses	45.295	44.012	583.87	648.411
Profit/(Loss) before finance costs and Exceptional Items and Tax	485.60	1,012.82	998.28	1,657.20
Finance Costs	131.05	144.07	377.95	440.21
Exceptional Items	-	-	-	-
Profit/(Loss) before tax	354.55	868.75	620.33	1,217.00
Tax Expenses	129.98	259.38	178.90	321.96
Net Profit/(Loss)	224.57	609.37	441.43	895.04
Other Comprehensive Income	1.42	(2.31)	4.92	(9.02)
Total Comprehensive Income/(Loss) net of tax	225.98	607.06	446.35	886.02
Non-Controlling Interest	-	-	26.44	33.48
Total Comprehensive Income/(Loss) for the year	225.98	607.06	419.91	852.54
Interim Dividend paid during the year	(206.54)	-	(206.54)	-
Dividend Distribution Tax on Interim Dividend	-	-	-	-
Surplus brought forward from previous year	8,095.40	7,488.34	10,304.20	9,451.66
Balance available for appropriation	19.45	607.06	213.37	852.54
Balance Carried to Balance Sheet	8,114.84	8,095.40	10,517.57	10,304.20
Earnings Per Share (in Rs.)				
i) Basic	1.52	4.13	2.82	5.83
ii) Diluted	1.52	4.13	2.82	5.83

OVERALL PERFORMANCE AND THE STATEMENTS OF AFFAIRS OF THE COMPANY ARE AS UNDER:

Standalone financial performance:

The Company recorded revenue from operations of ₹ 734.80 million during the financial year 2020-21 as

compared to ₹ 925.56 million in the previous financial year 2019-20. The other income during the financial year 2020-21 was ₹ 175.30 million vis-a-vis ₹ 500.77 million in the financial year 2019-20, out of which ₹ 139.43 million other income is attributable to the interest on sub-debt provided to AD Hydro Power Limited (subsidiary company). Based on the request from the subsidiary company given to AD Hydro Power Limited (ADHPL), the interest on part sub-debt of ₹ 3,178 million is waived off and on the remaining sub debt loan amount of ₹ 1,460 million, interest is charged at 9.55% p.a.

The Net profit during the financial year 2020-21 was at ₹ 224.57 million as compared to ₹ 609.37 million in the previous financial year. The lower profitability in FY 2020-21 is because of reduced generation due to lower hydrology and lower realized tariff. The generation during the financial year 2020-21 stood at 337.92 Million Kwh as compared to 367.93 Million kWh in the previous year.

Consolidated financial performance:

The key performance of your Company's Consolidated Financial Statement for the Financial Year 2020-21 is as follows:

The Company recorded total consolidated revenue of ₹ 2,496.80 million during the financial year 2020-21 as compared to ₹ 3,265.54 million in the previous financial year. The consolidated Net profit during the financial year 2020-21 was at ₹ 998.28 million as compared to ₹ 927.35 million in the previous financial year. The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited consolidated financial statement together with Auditors' Report is attached herewith and forms part of this Annual Report.

NOTE ON COVID-19

The World Health Organization (WHO) had officially declared the outbreak of COVID-19 a pandemic in March 2020, after the disease caused by the new coronavirus spread to more than 100 countries and led to tens of thousands of cases within a few months.

The Members may kindly take note that the Ministry of Home Affairs, Government of India had issued Order No.40-3/2020 dated 24.03.2020, notifying electricity among the essential services in its guidelines. This allowed power companies in India to operate during lock down in the crisis situation of COVID-19, declared as pandemic by World Health Organization.

Therefore, MPCL Plant continued its operation at all times during lockdown period after complying with the guidelines issued by the Central and State Govt. Also the Company also did not expect any significant change in the accounting estimates as the Company continued to run its business and operations as usual without any major disruptions. The Members may kindly take note of this.

2. PROJECT: BARA BHANGAL HEP

The Members are aware that the Company was allotted 200 MW Bara Bhangal Hydro-electric Project (HEP) on River Ravi in Indus Basin located in District Chamba of Himachal Pradesh. As apprised to the members in the previous Report, some part of project falls under

Dhauladhar Wild Life Sanctuary (DWLS). After approval of the Govt. of Himachal Pradesh (GoHP) to implement Bara Bangahal Hydro-electric Project (200 MW) in two stages, a Supplementary Pre-Implementation Agreement (SPIA) was signed with the State Government on 03.02.2014 to implement Bara Bangahal Stage – I HEP (92 MW) which was also subsequently found in eco zone of wild life area. The Company had mentioned the difficulty due to wildlife norms, and had written to the Directorate of Energy, Government of Himachal Pradesh vide letter dated 09.12.2015, and expressed its inability in doing project. In this regard, the Company had also requested for refund of the entire amount of upfront premium of ₹ 612.00 million paid by MPCL for allotment of the project along with interest @ 12%. The Company has received communication from the Directorate of Energy, vide its letter dated 20th March 2018 stating that the request of the Company is under consideration and the decision shall accordingly be conveyed.

The Government of Himachal has so far not taken any decision in this regard. In view of this, besides constant follow up with the GoHP, the Board of Directors of the company has decided to take alternate legal recourses.

3. SUBSIDIARY, ASSOCIATE COMPANIES OR JOINT VENTURES

AD Hydro Power Limited, is the only subsidiary of your Company, is engaged in operation, maintenance and generation of 192MW hydro electric project in the state of Himachal Pradesh.

In terms of the provisions of section 136(1) of the Companies Act, 2013, the audited financial statements of AD Hydro Power Limited, subsidiary company of Malana Power Company Limited are being annexed in this Annual Report and have also been placed on the website of the Company. The financial statements of the subsidiary Company are kept for inspection by the shareholders at the registered office and corporate office of the Company.

The subsidiary Company has reported net profit of ₹ 216.87 million in the financial year 2020-21 as compared to net profit of ₹ 285.67 million in the financial year 2019-20. The generation at Allain Duhangan 192MW during the year stood at 640.51 Million kWh in the financial year 2020-21 as compared to 758.67 Million kWh in the previous financial year 2019-20.

A report on the performance and financial position of the subsidiary Company as per the Companies Act, 2013 in the Form AOC- 1 is annexed to the Consolidated Financial Statement and hence not repeated for the sake of brevity. There are no other associate or joint ventures of the Company.

4. DIVIDEND

- Your Directors do not propose any final dividend for the financial year under review.
- An interim dividend of ₹ 1.40 per share for FY 2020-21, aggregating to ₹ 206.54 million on equity share capital of the company was paid out of the profits of company to the equity shareholders whose name appeared in the Register of Members as on 2nd February 2021.

5. TRANSFER TO RESERVES

The Company has not transferred any amount to the General Reserve for the financial year 2020-21.

6. MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments, affecting the

financial positing of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

7. INDUSTRY POTENTIAL & DEVELOPMENT

India has now become the third largest producer as well as consumer of electricity in the world with all India installed power generation capacity as on 31.03.2021 stood at 3,82,151 MW comprising of 2,34,728 MW from Thermal, 46,209 MW from Hydro, 6,780 MW from Nuclear and 94,434 MW from Renewable.

During the fiscal year 2020-21, the energy availability was 1,271 BU as against requirement of 1,276 BU kWh with a marginal shortfall of 0.4% and peak load was 189 GW as against peak demand of 190 GW with a marginal shortfall of 0.4%. The average monthly market clearing price at the Indian Energy Exchange (IEX) remained moderate taking the average price to ₹ 2.82/kWh in 2020-21 @ Regional Periphery. During 2020-21, total short term power transactions were approximately 12% of yearly generation.

The slowdown caused by first and second wave of Covid-19 is now slowly opening up and all India power consumption is showing an increasing trend. Peak power demand has touched the milestone figure of 200 GW in July 2021 itself and it can be ascertained that the peak power demand will increase further in near future thereby creating more opportunities for Merchant Power Plants in catering such increased demand for power. However, any resurgence in infections leading to lockdown restrictions would remain a key downside risk for the demand.

In order to speed up the development of hydro power, from time to time, the Govt. of India has been taking policy initiatives. Recently Ministry of Power (MoP), vide its notification dated 8th March 2019, has declared large hydropower projects including pumped storage projects as renewable energy source and in its order dated 29th January, 2021, ministry also announced the trajectory for Hydro Purchase Obligation (HPO) from eligible Large Hydro Projects.

Renewable Energy being the major thrust area under power sector development, has seen a consistent and significant capacity addition over the years. Renewable Energy currently constitutes 24.7% (Mar'21) of the overall installed capacity compared to 3.3% share in 2002. During 2020-21. As of March 2021, India's Renewable Energy installed capacity stood at 94.43 GW.

Going forward, energy dynamics are changing with the increasing share of renewable power. This may lead to voltage & frequency fluctuations as well as demand – supply mismatch. Thus energy demand and supply dynamics, transmission system capabilities and grid balancing mechanism need to be addressed. Energy Storage System (ESS) could play a significant role to act as ancillary reserves for managing fluctuations in renewable power generation at the grid level.

The country's power sector is witnessing a shift from fossil fuels to clean energy and today we are in the middle of an energy transition. The role of power sector is now extended to facilitate the growth of new technologies through strong policies and programs in addition to mere generation & supply of power.

8. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by under the Companies Act, 2013.

Your Company is committed to achieving the higher standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their economic and reputational interest.

The majority of the Board comprises of Non-Executive Directors including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

9. INTERNAL CONTROL SYSTEMS AND ADEQUACY THEREOF

The Company has an adequate internal control system commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. The Company has a well-defined organizational structure, authority levels, delegation of powers and internal rules and guidelines for conducting business transactions.

10. PERSONNEL

a) Industrial relations

The industrial relations during the period under review remained cordial at the Plant and Corporate office of the Company without any untoward incidents.

b) Particulars of employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

11. PUBLIC DEPOSITS

The details in regard to deposits, covered under Chapter V of the Companies Act, 2013 are mentioned hereunder:

- | | |
|--|--------------|
| a) Amount accepted during the year | Nil |
| b) Amount remained unpaid or unclaimed as at the end of the year | Nil |
| c) Default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved | |
| i) at the beginning of the year | -N/A- |
| ii) maximum during the year | -N/A- |
| iii) at the end of the year | -N/A- |

The company does not have deposits which are in contradiction of Chapter V of the Act.

Your Company has not invited any deposits from public/ shareholders in accordance with Chapter V of the Companies Act, 2013.

12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the regulators or courts or tribunals during the financial

year 2020-21, impacting the going concern status and company's operations in future.

13. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

14. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year, the following changes were there in the composition of the Board of Directors:

Re-appointments

- During the year, Mr. Knut Leif Bredo Erichsen (DIN: 07270992) would have retired by rotation at the ensuing Annual General Meeting and, being eligible, had offered himself for re-appointment and the members had approved his re-appointment.
- Mr. Om Prakash Ajmera (DIN: 00322834) was appointed as Executive Director, CEO & CFO for a term of 5 (five) consecutive years on the Board of the Company 4th February 2020 to 3rd February 2025.

Your Directors further inform the members that declarations have been taken from the Independent Directors at the beginning of the financial year stating that they meet the criteria of independence as specified under sub-section (6) of Section 149 of Companies Act, 2013.

A declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, along with a declaration as provided in the Notification dated October 22, 2019, issued by the Ministry of Corporate Affairs (MCA), regarding the requirement relating to enrolment in the Data Bank for Independent Directors, has been received from all the Independent Directors, along with declaration made under Section 149(6) of the Act. In the opinion of the Board, Independent Directors possesses integrity, expertise and vast experience including proficiency.

Appointments & Resignations

- Mr. Knut Leif Bredo Erichsen (DIN: 07270992) resigned as Director on the Board of the Company w.e.f. 31st December 2020.
- Mr. Rahul Varshney (DIN: DIN 03516721) was appointed as Additional Director on the Board of the Company w.e.f. 2nd February 2021.
- There was no other change/resignation in the Board of Directors.

Proposed Re-appointments in the ensuing 24th Annual General Meeting of the Company

- To appoint a Director in place of Ms. Tima Iyer Utne (DIN: 06839949), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.
- Re-appointment of Mr. Ravi Jhunjhunwala as Chairman & Managing Director
- To confirm appointment of Mr. Rahul Varshney (DIN: DIN 03516721) who was appointed as Director on

the Board of the Company. The Board on the recommendation of the Nomination & Remuneration Committee had recommended his appointment as Director of the Company, subject to approval of Shareholders in the ensuing 24th Annual General Meeting of the Company.

Key Managerial Personnel

Mr. Ravi Jhunjhunwala, Chairman & Managing Director, Mr. Om Prakash Ajmera, Chief Financial Officer and Mr. Arvind Gupta, Company Secretary are the Key Managerial Personnel of the Company as on 31st March, 2021, in accordance with the provisions of Section 203 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

15. NOMINATION AND REMUNERATION POLICY

The Board, on the recommendation of the Nomination & Remuneration Committee approved a policy for appointment, re-appointment and removal of Directors, Key Managerial Personnel and Senior Management and their remuneration. The policy is appended as **Annexure-III** forming part of this Report.

16. MEETINGS OF THE BOARD

The Board of Directors had met 5 (five) times during the financial year 2020-21. The meetings of the Board were held on 4th June 2020, 31st July 2020, 29th October 2020, 18th November 2020 and 2nd February 2021 respectively.

The attendance for the above mentioned meetings were as follows:

S. No.	Name of Director	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	5	4
2.	Ms. Tima Iyer Utne	Non-Executive Director	5	5
3.	Mr. Knut Leif Bredo Erichsen (entitled to attend only 4 meeting as Director)	Non-Executive Director	4	4
4.	Dr. Kamal Gupta	Non-Executive Independent Director	5	5
5.	Mr. Tantra Narayan Thakur	Non-Executive, Independent Director	5	5
6.	Mr. Om Prakash Ajmera	Executive Director	5	5
7.	Mr. Rahul Varshney (entitled to attend only 1 meeting as Director)	Additional Director	1	1

17. MEETINGS OF THE COMMITTEES

At present, the Board has three Committees: (i) Audit committee, (ii) Nomination and Remuneration Committee, (iii) Corporate Social Responsibility Committee.

According to requirements under the Companies Act, 2013, the meetings of the Committees of the Board were

conducted as and when required and their decisions and recommendations were duly accepted by the Board.

The following are the compositions and attendance of the above mentioned committees.

(i) AUDIT COMMITTEE

As per section 177 of the Companies Act, 2013, your Board has constituted an Audit Committee whose roles and responsibilities are to review the Company's financial results, review Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were duly accepted by the Board during the financial year 2020-21.

The composition as well as the Audit Committee meetings held in the financial year 2020-21 is as below:

Composition of the Committee

All the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee. The Company Secretary acts as the Secretary to the Committee.

S. No.	Name of Member	Designation	Category
1	Ms. Tima Iyer Utne	Member	Non-Executive Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

• Meetings and attendance

The Audit Committee had met four times during the financial year to review the financial statements and the Internal Audit Reports of the Company. The meetings were held on 4th June 2020, 31st July 2020, 29th October 2020 and 2nd February 2021 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Ms. Tima Iyer Utne	Chairperson	4	4
2.	Dr. Kamal Gupta	Member	4	4
3.	Mr. Tantra Narayan Thakur	Member	4	4

(ii) NOMINATION AND REMUNERATION COMMITTEE

As per section 178 of the Companies Act, 2013, your Board had constituted Nomination and Remuneration Committee. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. The NRC policy may be accessed on the Company's website.

The Composition of the Committee is as under:

For the financial year 2020-21, the composition of

the Nomination and remuneration Committee was as follows:

S. No.	Name of Member	Designation	Category
1	Ms. Tima Iyer Utne	Member	Non-Executive Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

The Company Secretary acts as the Secretary of the Committee.

• **Meetings and attendance**

The Nomination and Remuneration Committee had met two times during the financial year. The meetings were held on 31st July 2020 and 2nd February 2021 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Ms. Tima Iyer Utne	Member	2	2
2.	Dr. Kamal Gupta	Member	2	2
3.	Mr. Tantra Narayan Thakur	Member	2	2

(iii) **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

Your Company has been diligently following the Corporate Social Responsibility policies. As part of its initiatives under Corporate Social Responsibility (CSR), the Company had undertaken projects in the areas of promotion of Education, taking initiatives towards Community Service and rural development, Healthcare, Plantation & Environmental Development, Protection of art, culture etc. These projects were in accordance with the CSR Policy of the Company and Schedule VII of the Companies Act, 2013 and Rules made thereunder.

As per the Companies Act, 2013, all the companies which having net worth of ₹ 500 crore or more, or a turnover of ₹ 1000 crore or more, or a net profit of ₹ 5 crore or more are required to constitute CSR Committee of the Board of Directors comprising three or more Directors out of which atleast one should be the Independent Director. All such Companies are required to spend atleast 2% of its average net profit on the three preceding financial years on the CSR related activities.

During the financial year 2020-21, the amount for CSR expenditure was ₹ 18.65 Million (being 2% of average net profit before tax of last three financial years) as per the provisions of Companies Act, 2013 and rules made there under plus ₹ 0.22 million Carry forward of Unspent CSR amount from previous financial year 2019-20, aggregating to ₹ 18.87 million. The Company had spent ₹ 6.07 million on CSR in the financial year 2020-21 and ₹ 12.80 million remained unspent.

The Company had obtained the approval of the Board

to transfer the unspent CSR amount of approx. ₹ 12.80 million for FY 2020-21 into a separate escrow bank account maintained with ICICI Bank Limited. The account was opened with ICICI Bank and the unspent CSR funds were transferred to this account. All the expenditures on the following two ongoing projects only would be routed through the Board approved escrow bank account only:

- Construction of "Government school building" for Gram Panchayat at Village Prini: ₹ 11.80 million, and
- Construction of Sarwati Vidya Mandir School : ₹ 1.00 million

The Company shall keep on taking the endeavors to meet the expenditure planned for CSR activities. The CSR policy may be accessed on the Company's website at the link mentioned below: http://malanapower.com/docs/MPCL_CSR_Policy.pdf

The Annual Report on CSR activities is enclosed as **Annexure VI**, forming part of this report.

The composition of the Corporate Social Responsibility Committee is as under:

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjhunwala	Member	Chairman & Managing Director
2	Ms. Tima Iyer Utne	Member	Non-Executive Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director

• **Meetings and attendance**

The committee had met four times on 4th June 2020, 31st July 2020, 29th October 2020 and 2nd February 2021 respectively. The attendance for the committee is as follows:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	4	3
2.	Ms. Tima Iyer Utne	Non-Executive Director	4	3
3.	Dr. Kamal Gupta	Non-Executive Independent Director	4	4

(iv) **INDEPENDENT DIRECTORS' MEETING**

During the financial year 2020-21, the Independent Directors met on 19th March 2021, without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Managing Director and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(v) BOARD EVALUATION:

The Board is responsible for undertaking a formal annual evaluation of its own performance, committees and individual Directors with a view to review their functioning and effectiveness and to determine whether to extend or continue the term of appointment of the independent directors. During the year, the Board carried out the performance evaluation of itself, Committees and each of the executive directors/non-executive directors/independent directors excluding the director being evaluated. The evaluation of performance of Independent Director is based on the criteria laid down in the Nomination and Remuneration policy which includes knowledge and experience in the field of power sector, legal, finance and CSR activities. Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its committee and its member individually was adjudged satisfactorily.

18. MEETING OF THE MEMBERS

The Annual General meeting of the members was held on 24th September 2020.

19. VIGIL MECHANISM /WHISTLE BLOWER

The Board on the recommendation of Audit Committee has adopted a Whistle Blower Policy. The details of the same are disclosed on the website of the Company and a web link thereto is as under:

http://malanapower.com/docs/MPCL_Whistle_Blower_Policy.pdf

20. INTERNAL FINANCIAL CONTROL (IFC) SYSTEM AND THEIR ADEQUACY:

The Directors are responsible for laying down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively. As per Section 134(5) (e) of the Companies Act, 2013, the Directors' Responsibility Statement shall state the same.

Your Company has adopted the IFC framework as guidance, for ensuring adequate controls and its effectiveness within the company. The process of assessment of IFC would require setting up of an internal controls function in the organization. The Accounts & Finance Team has been trained to implement and evaluate the design and operating effectiveness of the IFC framework. The framework also focuses on internal controls over financial reporting (ICFR) that are put in place to develop and maintain reliable financial data, and to accurately present the same in a timely and appropriate manner. The framework refers to the policies and procedures adopted by the company for ensuring, orderly and efficient conduct of its business, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, timely preparation of reliable financial information.

The IT controls provide reasonable assurance of achieving the control objectives related to the processing of financial information within the computer processing environment. IT controls ensures appropriate functioning of IT applications and systems built by the organization to enable accurate and timely processing of financial data.

Your Company deploys best in class applications and systems which streamline business processes, to improve

performance and reduce costs. These systems provide seamless integration across modules and functions resulting into strong MIS platform and informed decision-making by the Management.

The company has adequate and effective internal financial control in place which is being periodically evaluated. The Company has put in place strong internal control systems and best in class processes commensurate with its size and scale of operations. Internal Financial Control is a continuous process operating at all levels within the Company.

The ICFR is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with applicable accounting principles and policies & procedures.

21. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

22. STATUTORY AUDITORS

The members had appointed **M/s Deloitte Haskins & Sells LLP**, (Firm Registration Number is 117366W /W-100018), Chartered Accountants, as the Statutory Auditors of the Company on 28th September 2017 for a term of 5 years, to hold office from the conclusion of the 20th Annual General Meeting until the conclusion of the 25th Annual General Meeting of the Company. Further the statutory auditors had confirmed that the said appointment, when made, was within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and also the statutory auditor is not disqualified under section 141(3) of the Companies Act 2013.

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Statutory Auditors expressed an unmodified opinion in the audit reports with respect to audited financial statements for the financial year ended March 31, 2021. The Auditors' Report does not contain any qualification, reservation adverse remark or disclaimer which requires any explanation from the Board of Directors.

23. COST AUDITORS

The Cost Audit for financial year ended March 31, 2020 was conducted by M/s K.G. Goyal & Co., Cost Accountants (Firm Registration No. 0017). The Cost Audit Report in XBRL mode for financial year ended March 31, 2020 was filed within the due date. The Cost Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Based on the Audit Committee recommendations at its meeting held on 2nd February 2021, the Board has approved the re-appointment of M/s K.G. Goyal & Co., Cost Accountants (Firm Registration No. 0017), as the Cost Auditors of the Company for the financial year 2021-22 at a remuneration of ₹ 0.45 lakhs plus service tax and out of pocket expenses that may be incurred by them

during the course of audit. As required under the Companies Act, 2013, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Member's ratification for the remuneration payable to M/s K.G. Goyal & Co., Cost Auditors is included in the Notice convening the Annual General Meeting.

24. SECRETARIAL AUDITORS

The Company had appointed M/s. P. Kathuria & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2020-21, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure IV** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation adverse remark or disclaimer.

25. INTERNAL AUDITORS

Based on the Audit Committee recommendations, the Board had appointed M/s. BGJC & Associates LLP, Chartered Accountants as the Internal Auditors of the Company for a period of three years i.e. FY 2020-21, FY 2021-22 and FY 2022-23, subject to review of their performance from time to time.

26. REPORTING OF FRAUD BY THE AUDITORS'

During the year under review, the Statutory Auditor, Secretarial Auditor, Cost Auditor and Internal Auditor of the Company have not reported any matter under section 143(12) of the Companies Act, 2013. Therefore, no detail regarding reporting of fraud is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

27. RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. Further, to manage the Risk, the Company has in place Operations & Steering Committee (OSC) and a Policy thereto, which inter alia includes the Risk Management Policy including mitigation plans. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The annual strategic planning done by OSC provides platform for identification, analysis, treatment and documentation of key risks. It is through this annual planning process that key risks and risk management strategies are communicated to the Board. The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

28. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that:

- i. In preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same;
- ii. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2021 and of the profit of the Company for the year under review;
- iii. They have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

29. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

30. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return inform MGT-9 is annexed herewith as **Annexure V**. The Annual Return and also the extract of Annual Return in form MGT-9 is also placed on the website of the Company www.malanapower.com

31. GENERAL DISCLOSURE

- The company has maintained the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and accordingly such accounts and records are made and maintained by the company.
- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. No complaints were received during the financial year 2020-21.
- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- During the year, there was no change in the issued share capital of the company.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported during the Financial Year 2020-21.

Annual Report 2020-21

- The Company is in compliance of all the applicable secretarial standards issued by The Institute of Company Secretaries of India, issued from time to time.

32. ACKNOWLEDGEMENT

Your Directors' place on record their sincere appreciation for the co-operation and support received by your Company from the Ministry of Power, Government of Himachal Pradesh, Ministry of Corporate Affairs, Central and State Government and other government agencies, Lenders, Banks, Financial Institutions, PTC India Limited, Statkraft Markets Private Limited, India Energy Exchange and our valued customers, who have continued their valuable support and encouragement during the year under review. Board also thanks the employees at all levels, for the dedication, commitment and hard work put in by them for Company's achievements.

Your involvement as shareholders is greatly valued and appreciated. The Directors look forward to your continuing support.

**For and on behalf of the
Board of Directors**

Ravi Jhunjhunwala
Chairman and
Managing Director
(DIN 00060972)

Address: Bhilwara Towers, A-12,
Sector-1, Noida-201301

Place: Noida
Date: 2nd August 2021

ANNEXURE – I TO THE DIRECTORS' REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

S. No.	Name of top 10 Employees in terms of remuneration	Designation	Remuneration (in ₹ Million)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment, held, Organisation, Designation & Duration	Shareholding	Nature of employment	Whether employee is relative of Director
1	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	21.91	B. Com (Hons.), MBA	41	66	1-Nov-2001	Promoter Director	Nil	Contractual	No
2	Mr. O.P. Ajmera	Executive Director, CEO & CFO	21.81	FCA & ACS	34	59	1-Apr-2004	HEG LTD.	Nil	Permanent	No
3	Mr. Sumit Garg	Sr. General Manager - Commercial	7.26	B. Com	27	50	15-Jan-2007	Bhilwara Energy Limited	Nil	Permanent	No
4	Mr. Anil Kumar Garg	General Manager - Business Development	5.20	B.Sc, BE, MBA (Marketing)	25	50	2-Jul-2001	MALVIKA STEEL LTD.	Nil	Permanent	No
5	Mr. T.K. Trehan	Vice President	4.80	Degree in Electrical Engg. EMBA in energy management. PGDMA energy management.	42	62	7-Nov-2007	HPSEB as Deputy director for 28 years.	Nil	Permanent	No
6	Mr. Brij Mohan	Asst. General Manager-Accounts	3.39	B. Com, PGD, MBA	34	58	1-Apr-2004	HEG LTD.	Nil	Permanent	No
7	Mr. M.A. Rafiq	Manager(Electrical)	2.87	B Tech (Elect.)	25	43	25-Aug-2001	Steel Builders - Hyderabad	Nil	Permanent	No
8	Mr. Deepak Gupta	Manager-Accounts	2.61	Bachelor of Arts	31	51	1-Apr-2004	HEG LTD.	Nil	Permanent	No
9	Mr. C.C. Sebastian	Services Co-ordinator	2.11	Bachelor of Arts	31	57	1-Apr-2004	HEG LTD.	Nil	Permanent	No
10	Mr. Arvind Gupta	Sr. Manager & Company Secretary	1.99	FCS, LL.B & B.Com (Delhi University)	15	35	9-Jul-2014	Mandakani Coal Company Ltd. (JV of Tata Power, Jindal Photo & Monnet Ispat)	Nil	Permanent	No

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ₹ Millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Ravi Jhunjhunwala	Chairman & Managing Director	21.91	B. Com (Hons.), MBA	41	66	1-Nov-2001	Promoter Director	Nil	Contractual	No
2	Mr. O.P. Ajmera	Executive Director, CEO & CFO	21.81	FCA, ACS	34	59	1-Apr-2004	HEG LTD.	Nil	Permanent	No

ANNEXURE II TO THE DIRECTORS' REPORT**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014****(A) Conservation of energy**

- (a) the steps taken or impact on conservation of energy;
- Installation of three nos. Variable Frequency Drive (VFDs) in PH on TG Cooling Water pumps.**
 - Replacement of conventional lighting with Light Emitting Diodes (LED) in 132kV Switchyard, Street Lighting in Powerhouse complex, residential colony and Barrage complex.**
- (b) the steps taken by the Company for utilizing alternate sources of energy: **NIL**
- (c) the capital investment on energy conservation equipment till 31st March 2021;
- | | |
|---------------------|----------------------|
| i) VFD : | ₹ 8,65,000/- |
| ii) LED : | ₹ 1,684,688/- |
| Total (i+ii) | ₹ 2,549,688/- |

(B) TECHNOLOGY ABSORPTION

- (i) the efforts made towards technology absorption: As above
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Installation of three nos. variable frequency drive in Powerhouse have resulted in cost reduction i.e. energy saving to the tune of **₹ 6,227,576/-**. Similarly replacement of conventional lighting with LED has also contributed in cost reduction of **₹ 1,993,023/-** only. This cost reduction will be more in the next coming year.
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): **NIL**
- the details of technology imported;
 - the year of import;
 - whether the technology been fully absorbed;
 - if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development : Rs. **NIL**

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO**(₹ In Millions)**

S. No.	Particulars	2020-21	2019-20
I	Foreign Exchange Outgo		
	Traveling and conveyance	0.00	0.00
	Others	0.40	0.35
	Total	0.40	0.35
II	Foreign Exchange Earnings		
	Others (Sale of Voluntary Emission Rights)	6.62	7.10

ANNEXURE III TO THE DIRECTORS' REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013 and Rules made thereunder, Malana Power Company Limited is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company already had a Remuneration Committee with three Non-Executive Directors. In order to align the same with the provisions of the Companies Act, 2013, and Rules made thereunder from time to time, the Board of Directors at their meeting held on the 16th March, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules made thereunder, applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

1. OBJECTIVE

The Key Objectives of the Committee would be:

- a) to advise the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management of the Company.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

- (a) "Act" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- (b) "Board" means Board of Directors of the Company.
- (c) Key Managerial Personnel (KMP), means:
 - i. Chief Executive Officer or the managing director or the manager;
 - ii. Company Secretary,
 - iii. Whole-time Director;
 - iv. Chief Financial Officer; and
 - v. such other officer as may be prescribed.
- (d) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- a) reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy, with the objective to diversify the Board;
- b) to recommend to the Board the appointment and removal of Director or Key Managerial Personnel or Senior Management Personnel.
- c) to carry out evaluation of Director's performance.
- d) assessing the independence of independent directors;
- e) to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- f) making recommendations to the Board on the remuneration/fee payable to the Directors/ KMPs/Senior Officials so appointed/re-appointed;
- g) ensure that level and composition of remuneration of Directors, KMP's and Senior Management is reasonable and sufficient. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- h) to devise a policy on Board diversity;
- i) to develop a succession plan for the Board and Senior Management and to regularly review the plan;
- j) such other key issues/matters as may be referred by the Board or as may be necessary in view of the provision of the Companies Act, 2013 and Rules made thereunder.

4. MEMBERSHIP

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent. However, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee, but shall not chair such Committee.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairman of the Committee shall be a Non-executive Director.
- b) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. POLICY ON BOARD DIVERSITY

The Nomination and Remuneration Committee shall ensure that Board of Directors have the combination of Directors from different areas /fields or as may be considered appropriate in the best interest of the Company. The Board shall have atleast one Board member who has accounting/ financial management expertise.

11. NOMINATION DUTIES

The duties of the Committee in relation to nomination matters include:

1. Ensuring that there is an appropriate induction & training Program in place for new Directors and members of Senior Management and reviewing its effectiveness;
2. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
3. Determining the appropriate size, diversity and composition of the Board;
4. Follow a formal and transparent procedure for selecting new Directors for appointment to the Board, Key Managerial Personnel's and Senior Management Personnel;
5. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
6. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
7. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
8. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
9. Considering any other matters as may be requested by the Board;

12. REMUNERATION DUTIES

The Committee will recommend the remuneration/fee to be paid to the Managing Director, Whole-time Director, other Directors, Key Managerial Personnel and Senior Management Personnel to the Board for their approval.

The level and composition of remuneration/fee so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration/fee to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Director/ Managing Director

Besides the above Criteria, the Remuneration/ compensation/ commission/fee to be paid to Director/ Managing Director/ Whole Time Director shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

2. Non-executive Independent Directors

The Non-Executive Independent Director may receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

3. Key Managerial Personnel's /Senior Management Personnel etc

The Remuneration to be paid to Key Managerial Personnel's/ Senior Management Personnel shall be based on the experience, qualification, performance and expertise of the related personnel and governed by the limits, if any prescribed under the Companies Act, 2013 and Rules made thereunder or any other enactment for the time being in force.

4. Directors' and Officers' Insurance

Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel's/ Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

13. EVALUATION/ ASSESSMENT OF DIRECTORS OF THE COMPANY

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performances of the Directors have been:

- Contributing to clearly defined corporate objectives & plans
- Obtain adequate, relevant & timely information from external sources
- Review of strategic and operational plans, objectives and budgets
- Regular monitoring of corporate results against projections
- Identify, monitor & take steps for mitigation of significant corporate risks
- Assess policies, structures & procedures
- Review management's succession plan
- Effective meetings
- Assuring appropriate board size, composition, independence, structure
- Clearly defining roles & monitoring activities of committees

Additionally, for the evaluation/assessment of the performances of Managing Director(s)/Whole Time Director(s) of the Company, following criteria may also be considered:

- Leadership abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials

Evaluation on the aforesaid parameters will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors on the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

14. DISCLOSURE

The Remuneration policy and the evaluation criteria shall be disclosed in the Board's Report.

15. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

16. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case. However, this shall be subject to the approval of Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company.

ANNEXURE IV TO THE DIRECTORS' REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
Malana Power Company Limited (CIN: U40101HP1997PLC019959)
Himachal Pradesh

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Malana Power Company Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter: I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(Not applicable to the Company during the Audit period)**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): **(All the following Regulations including amendments, if any, from time to time are not applicable to the Company during the Audit period)**
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Other law applicable specifically to the Company, as identified and on the basis of representation given by the management:
 - The Indian Electricity Act, 2003 and the Rules/ Regulations made thereunder; and
 - The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Notified and effective from 1st July, 2015 and the revised version effective from October 1st, 2017).
- (ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.

(Not Applicable to the Company during the Audit period)

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. -The changes in the composition of the Board of Directors during the period under review were carried out in compliance with the provisions of this Act.

Normally adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaning full participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. There was no dissenting vote for any matter.



I further report that I have relied on the representation made by the Company and its officers for system and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. Therefore, I am of the opinion that the management has adequate systems and processes in the company commensurate with

the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the Company's affairs.

This report is to be read with my letter of even date which is annexed as "Annexure I" and forms an integral part of this report.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

**(PRADEEP KATHURIA)
FCS 4655
CP 3086**

UDIN: FO04655C000723758

PLACE: NEW DELHI

DATE: 02.08.2021

'Annexure I'

To
The Members,
Malana Power Company Limited (CIN: U40101HP1997PLC019959)
Himachal Pradesh

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by Statutory Auditor.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of documents perused by us.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

**(PRADEEP KATHURIA)
FCS 4655
CP 3086**

UDIN: FO04655C000723758

PLACE: NEW DELHI

DATE: 02.08.2021

ANNEXURE V TO THE DIRECTORS' REPORT**FORM NO. MGT.9****EXTRACT OF ANNUAL RETURN****as on the financial year ended on 31st March, 2021****[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]****I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	U40101HP1997PLC019959
ii)	Registration Date	20-05-1997
iii)	Name of the Company	Malana Power Company Limited
iv)	Category / Sub-Category of the Company	Public Company/ Limited by shares Indian Non-Government Company
v)	Address of the registered office and contact details	Village Chauki, Post Office Jari, Kullu-175105, Himachal Pradesh; Phone: 01902-276074;276075
vi)	Whether listed company Yes / No	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any-	MCS Share Transfer Agent Limited, F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi -110020 (Ph:- 011-4140 6149)

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Hydro Power Generation	40101	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1.	Bhilwara Energy Limited	U31101DL2006PLC148862	Holding Company	51%	2(46)
2.	AD Hydro Power Limited	U40101HP2003PLC026108	Subsidiary Company	88%	2(87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**i. CATEGORY-WISE SHARE HOLDING**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a. Individual/HUF	-	50	50	0.000034	-	50	50	0.000034	NIL
b. Central Govt	-	-	-	-	-	-	-	-	NIL
c. State Govt (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	75,238,073	-	75,238,073	50.99997	75,238,073	-	75,238,073	50.99997	NIL
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	75,238,073	50	75,238,123	51.00	75,238,073	50	75,238,123	51.00	NIL
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	72,287,608	72,287,608	48.999999	-	72,287,608	72,287,608	48.999999	NIL
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	72,287,608	72,287,608	48.999999	-	72,287,608	72,287,608	48.999999	NIL
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	75,238,073	72,287,658	147,525,731	100	75,238,073	72,287,658	147,525,731	100	NIL

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal capital in excess of ₹ 1 Lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	75,238,073	72,287,658	147,525,731	100	75,238,073	72,287,658	147,525,731	100	NIL

ii. SHAREHOLDING OF PROMOTERS

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Bhilwara Energy Limited*	75,238,123	51%	-	75,238,123	51%	-	NIL
2	Statkraft Holding Singapore Pte. Ltd.	72,287,608	49%	-	72,287,608	49%	-	NIL
	Total	147,525,731	100%	-	147,525,731	100%	-	NIL

***NOTE:** Out of 75,238,123 Equity shares of ₹ 10/- each held by Bhilwara Energy Limited, 50 Equity Shares are held by individuals as registered owners, on behalf of Bhilwara Energy Limited. The Beneficial Interest is with Bhilwara Energy Limited.

iii. CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	-	-	-	-
2	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	NO CHANGES			
3	At the End of the year	-	-	-	-

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	-	-	-	-
2	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	NO CHANGE			
3	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-

v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1	Mr. Ravi Jhunjunwala	-	-	-	-
2	Dr. Kamal Gupta	-	-	-	-
3	Ms. Tima Iyer Utne	-	-	-	-
4	Mr. Knut Leif Bredo Erichsen	-	-	-	-
5	Mr. Tantra Narayan Thakur	-	-	-	-
6	Mr. Om Prakash Ajmera (Executive Director, CEO & CFO)	-	-	-	-
7	Mr. Arvind Gupta (Company Secretary)	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NO CHANGES			
	At the End of the year				
1	Mr. Ravi Jhunjunwala	-	-	-	-
2	Dr. Kamal Gupta	-	-	-	-
3	Ms. Tima Iyer Utne	-	-	-	-
4	Mr. Rahul Varshney	-	-	-	-
6	Mr. Tantra Narayan Thakur	-	-	-	-
6	Mr. Om Prakash Ajmera (Executive Director, CEO & CFO)	-	-	-	-
7	Mr. Arvind Gupta (Company Secretary)	-	-	-	-

V. INDEBTEDNESS

(Amount in ₹ Million)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,466.15	-	-	1,466.15
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.38	-	-	0.38
Total (i+ii+iii)	1,466.53	-	-	1,466.53
Change in Indebtedness during the financial year				
• Addition	364.83	-	-	364.83
• Reduction	1,004.97	-	-	1,004.97
Net Change	(640.14)	-	-	(640.14)
Indebtedness at the end of the financial year				
i) Principal Amount	826.01	-	-	826.01
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.19	-	-	0.19
Total (i+ii+iii)	826.20	-	-	826.20

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in ₹ Million)

S. No.	Particulars of Remuneration	Name of Chairman and Managing Director
1	Gross salary	Mr. Ravi Jhunjunwala
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	23.73
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.61
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	
	- as % of profit 1.50%	5.15
	- others, specify	-
5	Others- Gas & Electricity, etc.	-
	Total (A)	29.49
	Ceiling as per the Act	(Calculated as per Section 198 of the Companies Act, 2013 or in terms of Schedule V of the Companies Act, 2013).

*Mr. O. P. Ajmera is Executive Director, Chief Executive Officer & Chief Financial Officer of the company. Since he is Key Managerial Personnel under the Companies Act, 2013 in capacity of CFO, his remuneration is disclosed in section C below (please refer below).

B. Remuneration to other Directors:

1. Independent Directors

(Amount in ₹ Million)

S No.	Particulars of Remuneration	Name of Directors		Total Amount (In ₹)
		Dr. Kamal Gupta	Mr. Tantra Narayan Thakur	
1	Fee for attending board & committee meetings	0.50	0.50	1.00
2	Commission	-	-	-
3	Others, please specify	-	-	-
4	Total (1)	0.50	0.50	1.00

2. Other Non-Executive Directors (if any)

S No.	Particulars of Remuneration	Name of Directors			Total Amount (In ₹)
		Ms. Tima Iyer Utne	Mr. Knut Leif Bredo Erichsen	Mr. Rahul Varshney	
1	Fee for attending board committee meetings	Nil	Nil	Nil	Nil
2	Commission	Nil	Nil	Nil	Nil
3	Others, please specify	Nil	Nil	Nil	Nil
4	Total (2)	Nil	Nil	Nil	Nil

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTB (Amount in ₹ Million)

S No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Om Prakash Ajmera (Executive Director, Chief Financial Officer & Chief Executive Officer)	Mr. Arvind Gupta (Company Secretary)	Total Amount
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	19.97	1.61	21.58
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.28	0.03	0.32
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	0.58	0.20	0.78
	Total (A)	20.83	1.85	22.67

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

ANNEXURE VI TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2020-21

1. **Brief outline on CSR Policy of the Company:** The Company's CSR activities are designed to serve, societal, local and national goals in all the locations where company operates. Through the CSR Policy, the company creates a significant and sustained impact on communities around the Plant location. The Company also provides opportunities for the Employees to contribute to these efforts through volunteering. More detailed in Point no. 17(iii) of Board Report.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Ravi Jhunjunwala	Chairman, Managing Director	4 (Four)	3 (Three)
2	Dr. Kamal Gupta	Member, Independent Director	4 (Four)	4 (Four)
3	Ms. Tima Iyer Utne	Member, Director	4 (Four)	3 (Three)

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. http://malanapower.com/docs/MPCL_CSR_Policy.pdf
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attached the report) : Not Applicable
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years(in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
		Nil	Nil

6. Average net profit of the company as per section 135(5): ₹ 932.52 million
7. (a) Two percent of average net profit of the company as per section 135(5): ₹ 18.65 million
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: ₹ 0.22 million
- (c) Amount required to be set off for the financial year, if any : Nil
- (d) Total CSR obligation for the financial year (7a+7b- 7c) : ₹ 18.87 million

8. (a) **CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year 2020-21 (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
₹ 6.07 million	₹ 12.80 million	28 th April 2021	-	-	-

(b) **Details of CSR amount spent against ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in ₹).	Amount spent in the current financial Year (in ₹).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹).	Mode of Implementation- Direct Yes/No)	Mode of Implementation – Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
1	Construction of "Government school building" for Gram Panchayat at Village Prini	Education / Setting up of School by providing school building	Yes	Himachal Pradesh	Kullu	36 months	₹ 20 million	₹ 0.73 million	₹ 11.80 million	Yes, Direct.	-	-
2	Construction of Sarswati Vidya Mandir School Building at Village Chhanikhod, Bhuntar	Education / Setting up of School by providing school building	Yes	Himachal Pradesh	Kullu	12 months	₹ 1.00 million	Nil	₹ 1.00 million	Yes, Direct.	-	-
	TOTAL						₹ 21 Million	₹ 0.73 million	₹ 12.80 million			

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(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (in ₹)	(7) Mode of Implementation- Direct Yes/No	(8) Mode of Implementation – Through Implementing Agency	
				State.	District.			Name	CSR Registration number
1.	Acupressure Health Centre	Promoting Health care	Yes	Himachal Pradesh	Kullu	₹ 0.30 Mn	Yes	-	-
2.	Providing Doctor and medicine facilities	Promoting Health care	Yes	Himachal Pradesh	Kullu	₹ 0.20 Mn	Yes	-	-
3.	Financial support to Red Cross Society to help poor peoples during lockdown period	Promoting Health care	Yes	Himachal Pradesh	Kullu	₹ 0.30 Mn	No	Red Cross Society	Registration in Progress
4.	Medicines and medical tests / examination to be provided to patients free of cost at MPCL-ADHPL Group dispensary, Village Prini	Promoting Health care	Yes	Himachal Pradesh	Kullu	₹ 0.91 Mn	Yes	-	-
5.	Expenditure for Covid-19 pandemic	Promoting Health care	Yes	Himachal Pradesh	Kullu	₹ 0.09 Mn	Yes	-	-
6.	Providing teaching aid and honorarium	Promoting education	Yes	Himachal Pradesh	Kullu	₹ 0.30 Mn	Yes	-	-
7.	Construction of "Government school building" for Gram Panchayat at Village Prini	Promoting education	Yes	Himachal Pradesh	Kullu	₹ 0.73 Mn	Yes	-	-
8.	MPCL Scholarship Scheme	Promoting education	Yes	Himachal Pradesh	Kullu	₹ 0.07 Mn	Yes	-	-
9.	Nav Chetna special school for mentally challenged	Promoting education	Yes	Himachal Pradesh	Kullu	₹ 0.14 Mn	Yes	-	-
10.	Govt. Primary School upgradation	Promoting education	Yes	Himachal Pradesh	Kullu	₹ 0.06 Mn	Yes	-	-
11.	Greenery development in and around to prevent land/soil erosion	Environmental sustainability and ecological balance	Yes	Himachal Pradesh	Kullu	₹ 0.29 Mn	Yes	-	-
12.	Youth Association for Transforming Nation (YATN) - Biji Mahadev in Pir Panjhal mountain range cleaning campaign	Environmental sustainability and ecological balance	Yes	Himachal Pradesh	Kullu	₹ 0.19 Mn	No	Youth Association for Transforming Nation (YATN)	Registration in process
13.	Construction of toilets in govt. schools and community conveniences within Dist. Kullu under Swachha Bharat Abhiyan	Swachha Bharat Abhiyan	Yes	Himachal Pradesh	Kullu	₹ 0.88 Mn	Yes	-	-
14.	MPCL sewing training (cutting & tailoring) and Ajeevika - Self-sustained model for women to earn their livelihood.	Women Empowerment	Yes	Himachal Pradesh	Kullu	₹ 0.61 Mn	Yes	-	-
15.	Support to NGOs - Human Welfare Society	Home for orphans	Yes	Himachal Pradesh	Kullu	₹ 0.15 Mn	No	Human Welfare Society	Registration in process
16.	Support to NGOs - Sahara Old Age Home	Home for Senior Citizen	Yes	Himachal Pradesh	Kullu	₹ 0.76 Mn	Yes	Sahara Old Age Home	Registration in process
17.	Financial Support to District Badminton tournament	Sports	Yes	Himachal Pradesh	Kullu	₹ 0.10 Mn	Yes	-	-
	TOTAL					₹ 6.07 Mn			

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 18.87 million

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 18.87 million
(ii)	Total amount spent for the Financial Year	₹ 18.87 million
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years: NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project Completed/ Ongoing.
1.	Education	Nav Chetna special school for mentally challenged	2019-20	18 months	₹ 0.14 million	₹ 0.14 million	₹ 0.14 million	Completed
2.	Education	Govt. Primary School Upgradation	2019-20	18 months	₹ 0.08 million	₹ 0.08 million	₹ 0.08 million	Completed
	TOTAL				₹ 0.22 million	₹ 0.22 million	₹ 0.22 million	

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year

(asset-wise details): As mentioned below:

S. No.	Name of Asset	Community toilet	Girl's toilet at Govt. High School	Girl's toilet at Govt. High School
(a)	Date of creation or acquisition of the capital asset(s).	20 th September 2020	10 th February 2021	31 st March 2021
(b)	Amount of CSR spent for creation or acquisition of capital asset.	₹ 0.29 million	₹ 0.30 million	₹ 0.295 million
(c)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Panchayat of Barsogi-Bhuin	Government High School situated at Village Dhara - Kothi Chong, District Kullu, Himachal Pradesh	Government High School- Manikaran, District Kullu, Himachal Pradesh
(d)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)	A community toilet was constructed and handed over to the Panchayat of Barsogi-Bhuin, situated at District Kullu, Himachal Pradesh-175105	A girl's toilet was constructed and handed over to the Government High School situated at Village Dhara - Kothi Chong, District Kullu, Himachal Pradesh-175105	A girl's toilet was constructed and handed over to the Government High School situated at Manikaran, District Kullu, Himachal Pradesh-175105

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable

Ravi Jhunjunwala
 Chairman CSR Committee and Managing Director

O.P. Ajmera
 Chief Financial Officer

INDEPENDENT AUDITORS' REPORT (Standalone)

To the Members of Malana Power Company Limited Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Malana Power Company Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021 and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to Note 31.1 (ii) of the standalone financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL).

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the standalone financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the standalone financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

- In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism

throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required

by law have been kept by the Company so far as it appears from our examination of those books.

- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements; Refer note 31.1 to the standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. Refer note 31.2 to the standalone financial statements.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. Refer note 19 to the standalone financial statements.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP

Chartered Accountants
Firm's Registration No. 117366W/W-100018

Vikas Khurana
Partner
Membership No.503760
UDIN: 2150376AAAABF1470

Place: Gurugram
Date: May 17, 2021

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **Malana Power Company Limited** (“the Company”) as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm’s Registration No. 117366W/W-100018

Vikas Khurana

Partner

Membership No.503760

UDIN: 2150376AAAABF1470

Place: Gurugram

Date: May 17, 2021

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

(i) In respect of Property, plant and equipment’s:

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

- (b) The Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the Property Plant and Equipment at reasonable intervals. According to the information and explanation given to us, no discrepancy was noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us and based on the examination of the award letter and certificate of mutation provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings, are held in the name of the Company as at the balance sheet date. Further, immovable properties of land and buildings whose title deeds have been pledged as security for term loans are held in the name of the Company based on the confirmation received from IDBI Trusteeship Services Limited (the security trustee).
- (ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
- (iii) According to the information and explanations given to us, the Company had granted unsecured loans amounting to Rs. 46,380 Lakhs to a subsidiary Company in earlier years, in respect of which:
- (a) The terms and conditions of the grant of such loans are, in our opinion, *prima facie*, not prejudicial to the Company's Interest.
- (b) The schedule of repayment of principal and payment of interest has not been stipulated and in the absence of such schedule, we are unable to comment on the regularity of the repayments or receipts of principal amounts and interest.
- (c) Since, there is no schedule of repayment as stated in (b) above, there is no overdue amount as at the balance sheet date.
- According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 other than those stated above.
- (iv) According to the information and explanations given to us, clause (iv) of the Order is not applicable to the Company.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year. The Company does not have any unclaimed deposits and accordingly the provisions of Section 73 to 76 or any other relevant provision of the Companies Act 2013 are not applicable to the Company.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, *prima facie*, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- (a) The Company is regular in depositing undisputed statutory dues including Provident Fund, Goods and Services Tax, cess and other statutory dues applicable to it to appropriate authorities and is generally been regular in depositing the Income Tax with the appropriate authorities. The provisions related to Customs Duty and Employee State Insurance is not applicable to the Company. Also, refer to the Note No.31.1(iii) in the financial statement regarding management assessment on certain matters relating to the provident fund.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Income-tax, Goods and Services Tax, cess and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.
- (c) There are no dues of Goods and Services Tax, Services tax, Excise duty, Sales tax, Customs duty and Value added tax as on March 31, 2021 on account of disputes. Details of dues of Income-tax which have not been deposited as on March 31, 2021 on account of disputes are given below:

Name of the Statute	Nature of the Dues	Amount involved (₹ in lacs)	Amount unpaid (₹ in lacs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income-tax	102.82	102.82	(A/Y) 2009-10, 2011-12	High Court
Income Tax Act, 1961	Income-tax	71.19	60.51	(A/Y) 2013-14	CIT (Appeals)
Income Tax Act, 1961	Income-tax	39.87	39.87	(A/Y) 2012-13, 2014-15	Income Tax Appellate Tribunal

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and Government. The Company has not issued any debentures.
- (ix) In our opinion and according to the information and explanations given to us, money raised by way of term loans have been applied by the Company during the year for the purposes for which they were raised. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments).

- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013 and rule 7 of the Companies (Appointment and remuneration of Managerial personnel) rules, 2014.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Vikas Khurana
Partner
Membership No.503760
UDIN: 2150376AAAABF1470

Place: Gurugram
Date: May 17, 2021

BALANCE SHEET AS AT MARCH 31, 2021 (Standalone)

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	3	10,686.99	11,063.67
(b) Intangible assets	4	6.21	24.35
(c) Financial assets			
(i) Investments	5	104,471.45	49,295.56
(ii) Trade receivables	10	475.39	395.35
(iii) Loans	6	14,619.17	46,409.31
(iv) Others	7	4,923.14	34,533.09
(d) Non-current tax assets	13	51.60	66.91
(e) Other non-current assets	8	8.00	-
		135,241.95	141,788.24
2 Current assets			
(a) Inventories	9	309.00	331.06
(b) Financial assets			
(i) Trade receivables	10	59.03	36.55
(ii) Cash and cash equivalents	11	238.81	1,181.24
(iii) Bank balances other than (ii) above	12	2,095.18	30.18
(iv) Loans	6	15.96	25.95
(v) Others	7	15.12	9.30
(c) Other current assets	8	76.55	116.05
		2,809.65	1,730.33
Total Assets		138,051.60	143,518.57
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	15	14,752.57	14,752.57
(b) Other equity	16	113,694.11	113,499.64
Total Equity		128,446.68	128,252.21
LIABILITIES			
1 Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	14	7,055.07	14,226.92
(b) Provisions	17	116.95	157.05
(c) Deferred tax liabilities (net)	18	702.77	20.10
		7,874.79	14,404.07
2 Current liabilities			
(a) Financial liabilities			
(i) Trade payables	19		
- total outstanding dues of micro and small enterprises		-	-
- total outstanding dues of creditors other than micro and small enterprises		290.97	211.08
(ii) Other financial liabilities	20	1,242.93	467.11
(b) Provisions	17	55.02	55.61
(c) Current tax liabilities	13	110.88	83.08
(d) Other current liabilities	21	30.33	45.41
		1,730.13	862.29
Total Equity and Liabilities		138,051.60	143,518.57

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjhunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Gurugram
Date : 17th May, 2021

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021 (Standalone)

		(₹ in Lakhs)	
Particulars	Note No.	Year ended March 31, 2021	Year ended March 31, 2020
I Revenue from operations	22	7,348.08	9,255.62
II Other Income	23	1,752.97	5,007.65
III Total Income (I+II)		9,101.05	14,263.27
IV Expenses			
Wheeling cost		691.93	644.55
Open access charges		573.14	473.61
Employee benefits expense	24	1,183.67	1,270.88
Finance costs	25	1,310.57	1,440.69
Depreciation and amortisation expenses	26	452.95	440.12
Other expenses	27	1,343.34	1,305.94
Total expenses		5,555.60	5,575.79
V Profit before tax (III-IV)		3,545.45	8,687.48
VI Tax expense/(benefit)			
(a) Current tax expense	28	1,135.50	2,638.20
(b) Deferred tax (credit)	28	(44.15)	(44.41)
(c) Tax related to earlier years	28	208.45	-
Income tax expense		1,299.80	2,593.79
VII Profit for the year (V-VI)		2,245.65	6,093.69
VIII Other comprehensive income			
Items that will not to be reclassified subsequently to profit or loss:			
- Re-measurement (losses)/gains on defined benefit plans		20.01	(32.63)
- Income Tax relating Re-measurement (losses)/gains on defined benefit plans		(5.83)	9.50
Other comprehensive Income/(Loss) for the year		14.18	(23.13)
IX Total comprehensive income for the year, net of tax (VII+VIII)		2,259.83	6,070.56
Earnings per equity share (of ₹ 10/- each)			
Basic	29	1.52	4.13
Diluted	29	1.52	4.13

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

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Place : Gurugram
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DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.- F7690

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021 (Standalone)

(a) Equity share Capital

Particulars	No. of shares (in Lakhs)	(₹ in Lakhs)
Equity shares of ₹ 10 each issued, subscribed and fully paid		
As at April 1, 2019	1,475.26	14,752.57
Changes in Equity share capital during the year	-	-
As at March 31, 2020	1,475.26	14,752.57
Changes in Equity share capital during the year	-	-
As at March 31, 2021	1,475.26	14,752.57

(b) Other Equity

Particulars	Other Equity			Total
	Securities premium	Retained earnings	Other Comprehensive Income	
As at April 1, 2019 (a)	32,545.67	74,912.61	(29.20)	107,429.08
Profit during the year	-	6,093.69	-	6,093.69
Other comprehensive loss during the year, net of tax	-	-	(23.13)	(23.13)
Total comprehensive income for the year (b)	-	6,093.69	(23.13)	6,070.56
As at March 31, 2020 (c=a+b)	32,545.67	81,006.30	(52.33)	113,499.64
Profit during the year	-	2,245.65	-	2,245.65
Other comprehensive income during the year, net of tax	-	-	14.18	14.18
Total comprehensive income for the year (d)	-	2,245.65	14.18	2,259.83
Interim dividend paid during the year (including dividend distribution tax) [Refer Note 39] (e)	-	(2,065.36)	-	(2,065.36)
Balance as at March 31, 2021 (c+d+e)	32,545.67	81,186.59	(38.15)	113,694.11

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

Place : Gurugram
Date : 17th May, 2021

For and on behalf of the Board of Directors of
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Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2021 (Standalone)

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash flow from operating activities		
Profit before tax	3,545.45	8,687.48
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expenses	452.95	440.12
Gain on disposal of property, plant and equipment	(1.45)	(1.44)
Finance cost	1,310.57	1,440.69
Interest income	(1,488.84)	(4,848.26)
Working Capital Adjustments:		
(Increase) in trade receivables	(102.52)	(33.98)
Decrease in financial assets - loans	20.13	14.50
Decrease/(Increase) in other financial assets	3.78	(1,816.75)
Decrease in other current assets	31.50	74.76
Decrease/(Increase) in Inventories	22.06	(54.06)
(Decrease)/Increase in trade payables	79.89	(439.67)
Increase in other financial liabilities	5.35	2.64
(Decrease)/Increase in provisions	(20.68)	102.77
(Decrease)/Increase in other current liabilities	(15.08)	3.43
Cash generated from operations	3,843.11	3,572.23
Income-tax paid	(578.01)	(1,601.92)
Net cash flow from Operating Activities	3,265.10	1,970.31
B. Cash flow from investing activities		
Purchase of property, plant and equipment.	(63.36)	(52.18)
Proceeds from sale of property, plant and equipment	6.68	11.63
Interest received	7,693.30	569.00
Fixed deposits placed during the year	(17,660.00)	-
Fixed deposit matured during the year	15,595.00	-
Net cash flow from Investing Activities	5,571.62	528.45
C. Cash flow from financing activities		
Repayments of borrowings	(6,401.38)	(434.56)
Interim dividend paid during the year	(2,065.36)	-
Interest paid	(1,312.41)	(1,440.70)
Net cash (used) in financing activities	(9,779.15)	(1,875.26)
Net increase in cash and cash equivalent	(942.43)	623.50
Cash and cash equivalent at the beginning of the year	1,181.24	557.74
Cash and Cash equivalent at the end of the year (Refer Note No.11)	238.81	1,181.24

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

Place : Gurugram
Date : 17th May, 2021

For and on behalf of the Board of Directors of
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Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

1 CORPORATE INFORMATION

Malana Power Company Limited (hereinafter referred to as 'the Company') is engaged in the generation of hydroelectric power and development of hydro power projects. The Company has set up 86 MW hydroelectric power generation project. The Company has the necessary permission from the Government of Himachal Pradesh to own, operate & maintain the project and sell power for a period of forty years from the date of commercial operation i.e. July 5, 2001 with the option to avail a further extension for a maximum period of twenty years after renegotiation of terms and conditions. The Company is a company limited by shares incorporated in India. Its parent and ultimate holding Company is Bhilwara Energy Limited.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation of financial statement

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Amendments to Ind AS 1 and Ind AS 8 - Definition of "material"

The Company has adopted the amendments to Ind AS 1 and Ind AS 8. The amendments make the definition of material in Ind AS 1 easier to understand and are not intended to alter the underlying concept of materiality in Ind ASs. The concept of 'obscuring' material information with immaterial information has been included as part of the new definition.

The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'. The definition of material in Ind AS 8 has been replaced by a reference to the definition of material in Ind AS 1. In addition, the MCA amended other standards that contain the definition of 'material' or refer to the term 'material' to ensure consistency.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these financial statements.

2.2 Summary of significant accounting policies

a. Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects both current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I Service Concession Arrangements

Management has assessed applicability of Appendix D of Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II Useful lives and residual value of property, plant and equipment, intangible assets and Investment Properties

Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed periodically, including at each financial year end.

III Deferred tax assets

The Company reviews the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and recognized to the extent that it is probable that sufficient taxable profits will be available to utilize the deferred tax asset including MAT.

IV Claims and Litigations

The Company is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Company reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Company establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Company's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Company evaluates, among other factors, the degree of probability of an unfavourable outcome and the ability to make a reasonable estimate of the amount of the loss. The Company does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Company determined that there were no matters that required an accrual as of March 31, 2021 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

V Impairment Assessment

At each reporting date, the Company reviews the carrying amounts of its PPE, investment in subsidiary and loan to subsidiary to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is an indication at the end of a reporting period that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount.

b. Revenue Recognition

The Company recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The Company's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectability is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Unscheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis. In an arrangements where the Company sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Company has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Company expects to be entitled from a customer, net of returns and allowances, discounts, volume rebates and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER) and I-REC

Revenue is recognized on registration and successful authentication of carbon emission reductions.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

c. Inventory Valuation

Inventories comprising of components, stores and spares are valued at lower of cost and net realizable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

d. Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The Company has used the following useful life to provide depreciation on its Property, Plant and Equipment.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Dam, Reservoir, Barrage etc)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipment's	3-6
Office equipment's	5

e. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years. The Company has considered the useful life of 3 years to provide amortization on Software.

The intangible assets are assessed for impairment whenever there is indication that the intangible assets may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

f. Leases

The Company assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (1) The contract involves the use of an identified asset,

- (2) The Company has substantially all of the economic benefits from use of the identified asset, and
- (3) The Company has the right to direct the use of the identified asset.

Company as a lessee

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

Leases where the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

g. Impairment of Non-Financial Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using weighted average cost of capital that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses (if any) are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount.

h. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Equity instrument in subsidiary carried at cost.

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in the finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

As at March 31, 2021, the Company does not have any debt instrument measured at FVTPL or FVTOCI.

Equity investments

All equity investment (other than equity investment in subsidiary) in scope of Ind AS 109 are measured at fair value. Equity instruments in subsidiary are carried at cost in financial Statements less impairments, if any. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's standalone balance sheet) when:

- The contractual rights to receive cash flows from the asset have expired, or
- When the Company transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralized borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is reclassified to profit or loss. In contrast, on derecognition of an investment in an equity instrument which the Company has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is not reclassified to profit or loss, but is transferred to retained earnings.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- b) Trade receivables or any contractual right to receive cash or another financial asset

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a

financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L).

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts

Financial guarantees issued by the Company on behalf of subsidiary company are integral part of the debt instrument. Hence, no accounting has been done separately in the standalone financial statements.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i. Foreign currency

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss

arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

j. Retirement and other employee benefits

1 Defined Contribution Plan:

1. Provident Fund: Contribution are made to the regulatory authorities and are recognised as employee benefits expense in the statement of profit and loss as and when due. This benefits is classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.
2. Superannuation Fund: Contribution towards Superannuation Fund is administered by a trust set up by the Company, which is recognized by the Income Tax authorities. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

2 Defined Benefit Plan:

Gratuity

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with ICICI Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Company contributes to the Company Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in notes to standalone financial statements. The Company recognises the following changes in the net defined benefit obligation under Employee benefit expense in statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

k. Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

i. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

m. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

n. Contingent Liability

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

o. Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

p. Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

q. Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on the reporting date, the Company does not have any financial instrument which has been measured either through FVTPL or FVTOCI.

r. Current versus Non-Current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- 1 Expected to be realised or intended to be sold or consumed in normal operating cycle
- 2 Held primarily for the purpose of trading
- 3 Expected to be realised within twelve months after the reporting period, or
- 4 Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- 1 It is expected to be settled in normal operating cycle
- 2 It is held primarily for the purpose of trading
- 3 It is due to be settled within twelve months after the reporting period, or
- 4 There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

s. Going Concern

The directors here, at the time of approving the standalone financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the standalone financial statements.

t. Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Hydraulic Work	Building Bridges and Roads	Computers & Networks	Electric Installations	Freehold Land	Furniture and Fixtures	Office Equipments	Plant & Equipment	Transmission Line	Vehicles	Total
Gross Block											
As at April 1, 2019	18,427.27	3,267.04	43.82	141.38	213.36	44.03	69.23	9,394.37	1,996.71	145.70	33,742.91
Additions	-	-	8.49	-	-	0.90	5.68	26.49	-	10.62	52.18
Disposals	-	-	0.48	-	-	-	4.33	38.88	-	10.95	54.64
As at March 31, 2020	18,427.27	3,267.04	51.83	141.38	213.36	44.93	70.58	9,381.98	1,996.71	145.37	33,740.45
Additions	-	-	3.81	-	-	2.20	9.08	8.73	-	39.54	63.36
Disposals	-	-	14.37	0.55	-	1.10	1.64	-	-	19.22	36.88
As at March 31, 2021	18,427.27	3,267.04	41.27	140.83	213.36	46.03	78.02	9,390.71	1,996.71	165.69	33,766.93
Accumulated Depreciation											
As at April 1, 2019	12,231.89	1,828.36	29.93	135.76	-	31.31	53.35	6,486.68	1,436.71	57.08	22,291.07
Charge for the year	237.40	34.10	5.37	0.10	-	1.33	3.78	113.82	20.71	14.15	430.76
Disposals	-	-	0.45	-	-	-	4.05	30.15	-	10.40	45.05
As at March 31, 2020	12,469.29	1,862.46	34.85	135.86	-	32.64	53.08	6,570.35	1,457.42	60.83	22,676.78
Charge for the year	236.75	34.00	7.79	0.10	-	1.30	4.92	113.00	20.66	16.29	434.81
Disposals	-	-	13.89	0.52	-	0.93	1.56	-	-	14.75	31.65
As at March 31, 2021	12,706.04	1,896.46	28.75	135.44	-	33.01	56.44	6,683.35	1,478.08	62.37	23,079.94
Net Block											
As at March 31, 2020	5,957.98	1,404.58	16.98	5.52	213.36	12.29	17.50	2,811.63	539.29	84.54	11,063.67
As at March 31, 2021	5,721.23	1,370.58	12.52	5.39	213.36	13.02	21.58	2,707.36	518.63	103.32	10,686.99

Notes :

All the assets are owned by the Company except as mentioned otherwise:

- 1) Building, bridges and roads includes cost of road ₹ 1,228.38 lakhs (Previous year ₹ 1,228.38 lakhs) having written down value of ₹ 61.42 lakhs (previous year ₹ 61.42 lakhs) constructed on forest land diverted for the project.
- 2) Transmission Lines includes ₹ 41.81 lakhs (Previous year ₹ 41.81 lakhs) and accumulated depreciation of ₹ 20.50 lakhs as on March 31, 2021 (including depreciation charged during the period is of ₹ 1.05 lakhs) towards cost of land and compensation paid to Forest Department for construction of Transmission towers under irrevocable right to use.
- 3) Refer note - 14 for the information on Property, Plant and Equipment pledged as security.

4 INTANGIBLE ASSET

(₹ in Lakhs)

Particulars	Computer software	Total
Gross Block		
As at April 1, 2019	105.36	105.36
Additions	-	-
Disposals	0.60	0.60
As at March 31, 2020	104.76	104.76
Addition	-	-
Disposals	-	-
As at March 31, 2021	104.76	104.76
Accumulated Amortisation		
As at April 1, 2019	71.65	71.65
Charge for the year	9.36	9.36
Disposals	0.60	0.60
As at March 31, 2020	80.41	80.41
Charge for the year	18.14	18.14
Disposals	-	-
As at March 31, 2021	98.55	98.55
Net Block		
As at March 31, 2020	24.35	24.35
As at March 31, 2021	6.21	6.21

5. INVESTMENTS (NON CURRENT)

(₹ in lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Quantity (Nos.)	Amount (in lakhs)	Quantity (Nos.)	Amount (in lakhs)
Unquoted investment- In subsidiary at cost				
49,29,55,640 (Previous year 49,29,55,640) equity shares of ₹ 10 each fully paid of AD Hydro Power Limited (including beneficial owner of 49,890 shares) (pledged with security trustee on behalf of lenders of AD Hydro Power Limited)	492,955,640	49,295.56	492,955,640	49,295.56
Add: Deemed Equity Investment in subsidiary Company [Refer Note 35 (ii)]		55,175.89		-
Total	492,955,640	104,471.45	492,955,640	49,295.56

6. LOANS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Unsecured, considered good (Measured at amortised cost)				
a) Security deposits	4.02	4.02	-	-
b) Loan to subsidiary company#	46,380.00	46,380.00	-	-
Less: Reclassified to Deemed Equity investment in subsidiary Company [Refer Note 35 (ii)]	(31,780.00)	-		
Net loans to subsidiary Company	14,600.00	46,380.00		
c) Loan to employees	15.15	25.29	15.96	25.95
Total	14,619.17	46,409.31	15.96	25.95

#The loan granted is repayable only once all obligations to the outside lenders have been paid and discharged in full and the interest thereon is payable as per the conditions stipulated in the financing agreements with the subsidiary. Also Refer note 35 (i) and (ii)

7. OTHER FINANCIAL ASSETS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
a) Advance for Bara Banghal project [including ₹ 681.84 lakhs (previous year ₹ 681.84 lakhs) towards consultancy and other expenses on the project] (Refer Note no. 34)				
- Unsecured, considered good	3,060.00	3,060.00	-	-
- Unsecured, considered doubtful	3,741.84	3,741.84	-	-
Less : Provision against upfront premium	(3,741.84)	(3,741.84)	-	-
Total (a)	3,060.00	3,060.00	-	-
b) Others - Unsecured, considered good				
- Recoverable from Himachal Pradesh State Electricity Board Limited (Net)*	1,863.14	1,866.92	-	-
- Interest accrued on banks deposits	-	-	15.12	9.30
- Interest accrued on loan given to subsidiary company#	23,395.89	29,606.17	-	-
Less: Reclassified to Deemed Equity investment in subsidiary Company [Refer Note 35 (ii)]	(23,395.89)	-		
Net interest accrued on loan given to subsidiary Company	-	29,606.17		
Total (b)	1,863.14	31,473.09	15.12	9.30
Total (a+b)	4,923.14	34,533.09	15.12	9.30

* In relation to wheeling charges matter (as fully described in Note 31.1(ii)), during earlier years, the High Court of Himachal Pradesh directed the Company ("MPCL") to deposit ₹ 1,000 lakhs with the registry of the Court, which was deposited by MPCL on January 24, 2018. Thereafter, Hon'ble Supreme Court vide order dated July 22, 2019 directed MPCL to further

deposit ₹ 1,816.75 lakhs which MPCL deposited on August 14, 2019. Also, the Company has payable balance to HPSEBL related to wheeling charges amounting ₹ 953.61 Lakhs as on March 31, 2021 which has been off setted by the Company against the aforementioned deposits as HPSEBL has withdrawn ₹ 1,000 lakhs from the High court of Himachal Pradesh (as it was permitted to do so). Net balance of ₹ 1,863.14 Lakhs (Previous year ₹ 1,866.92 lakhs) has been disclosed in other financial assets as on March 31, 2021.

#The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full and the interest thereon is payable as per the conditions stipulated in the financing agreements with the subsidiary. Also Refer note 35 (i) and (ii).

8. OTHER NON CURRENT AND CURRENT ASSETS (₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Others				
- Advances recoverable	-	-	10.22	48.20
- Prepaid expenses	8.00	-	50.84	46.25
- Advances to employees	-	-	15.49	21.60
Total other assets	8.00	-	76.55	116.05

9. INVENTORIES (LOWER OF COST AND NET REALIZABLE VALUE) (₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Stores and spares*	309.00	331.06
Total	309.00	331.06

* Includes store lying with third parties ₹ 0.43 lakhs (previous year ₹ 1.88 lakhs)

10. TRADE RECEIVABLES (₹ in lakhs)

Particulars	Non-Current*		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Trade receivable				
Unsecured, considered good*	475.39	395.35	59.03	36.55
	475.39	395.35	59.03	36.55

*The Company has receivables balance from HPSEBL for usage of transmission line amounting ₹ 475.39 Lakhs (Previous year ₹ 395.35 lakhs). The amount is fully recoverable which will be received once the matter mentioned in footnote to Note 7(b) and 31.1(ii) will be finally disposed off.

Note : The average credit period for the Company's receivables from its generation and transmission business is in the range of 5 to 7 days

11. CASH AND CASH EQUIVALENTS (₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
(a) Balances with banks :		
- In Current Accounts	76.08	202.28
- In Deposit Accounts (with original maturity less than 3 months)	159.59	975.00
(b) Cash on hand	3.14	3.96
Total	238.81	1,181.24

12. BANK BALANCES (OTHER THAN CASH AND CASH EQUIVALENTS) (₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
In Deposit Accounts		
(a) Earmarked (kept as margin money against payment of wheeling charges)	30.18	30.18
(b) In deposit account	2,065.00	-
Total	2,095.18	30.18

13. TAX ASSETS / (LIABILITIES)

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Advance Income Tax (net of provisions of ₹ 9,210.23 lakhs, ₹ 9,767.52 lakhs in 2019-20)	51.60	66.91	-	-
Provision for Income Tax	-	-	(110.88)	(83.08)
Tax assets / (liabilities)	51.60	66.91	(110.88)	(83.08)

14. NON-CURRENT BORROWINGS

(₹ in lakhs)

Particulars	Non-current	
	As at March 31, 2021	As at March 31, 2020
Secured-Measured at amortised cost		
Term Loans		
From banks (secured)	3,593.61	-
From financial institution (secured)	4,666.48	14,661.47
Current Maturities of long term borrowings #	(1,205.02)	(434.55)
Total	7,055.07	14,226.92

#Refer Note 20

14.1 Summary of borrowings arrangements

(i) The terms of repayment of outstanding of term loans are stated below:

(₹ in lakhs)

Name of lender	Carrying Value	Last Maturity Date	Terms of repayment
ICICI Bank Limited	3,593.61	September-28	Balance loan amount is repayable in structured remaining 30 quarterly installments.
NIIF Infrastructure Finance Limited	4,666.48	March-27	Balance loan amount is repayable in structured remaining 24 quarterly installments.
Total	8,260.09		

Security terms :

(i) ICICI Bank Limited

The Company has taken Indian Rupee term loans from ICICI Bank Limited carrying interest @ 7.15% per annum (previous year Nil) fixed for one year, thereafter floating rate of "I-MCLR-3M" which shall reset at the end of every 3 months and "Spread" at the end of every 1 year secured against the first pari passu mortgage of all immovable properties (excluding any forest land), charge by way of hypothecation of all borrower's movable fixed assets, both present and future, a first pari passu charge by way of hypothecation on all their book debts, both present and future and first pari passu charge on all the borrower's bank accounts.

(ii) NIIF Infrastructure Finance Ltd

The Company has taken Indian Rupee term loans from NIIF Infrastructure Finance Ltd. carrying interest @ 9.65% per annum (previous Year @9.65%) fixed for 5 years secured against first mortgage and charge on the movable and immovable assets both present and future on pari passu basis.

(iii) IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the above two lenders and the charge is jointly created in its favour.

15. SHARE CAPITAL

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Authorised		
16,00,00,000 (previous year 16,00,00,000) equity shares of ₹ 10 each	16,000.00	16,000.00
Issued, Subscribed and fully paid-up		
14,75,25,731 (previous year 14,75,25,731) equity shares of ₹ 10 each fully paid	14,752.57	14,752.57
Total	14,752.57	14,752.57

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Shares outstanding at the beginning of the year	147,525,731	14,752.57	147,525,731	14,752.57
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	147,525,731	14,752.57	147,525,731	14,752.57

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding company

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	(Amount in ₹ Lakhs)	No. of shares	(Amount in ₹ Lakhs)
Bhilwara Energy Limited, the holding company	75,238,123	7,523.80	75,238,123	7,523.80

(d) Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	% Holding	No. of shares	% Holding
Name of the Share Holders				
Bhilwara Energy Limited	75,238,123	51.00%	75,238,123	51.00%
Statkraft Holding Singapore Pte Limited	72,287,608	49.00%	72,287,608	49.00%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

16. OTHER EQUITY

Particulars	(₹ in lakhs)
(i) Securities premium	
Balance as at March 31, 2019	32,545.67
Additions during the year	-
Balance as at March 31, 2020	32,545.67
Additions during the year	-
Balance as at March 31, 2021	32,545.67
(ii) Retained earnings	
Balance as at March 31, 2019	74,883.41
Profit for the year	6,093.69
Other comprehensive loss for the year, net of tax	(23.13)
Balance as at March 31, 2020	80,953.97
Profit for the year	2,245.65
Other comprehensive profit for the year, net of tax	14.18
Interim dividend paid during the year (₹ 1.40 per share)	(2,065.36)
Balance as at March 31, 2021	81,148.44

Nature and Description of Reserves:**(i) Securities Premium:-**

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

17. PROVISIONS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits				
Provision for gratuity (Refer Note No. 33.3)	-	-	1.28	50.71
Provision for compensated absences (Refer Note No. 33.3)	116.95	157.05	53.74	4.90
Total	116.95	157.05	55.02	55.61

18. DEFERRED TAX ASSETS / LIABILITIES (NET)

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
A. Tax effects of items constituting deferred tax liability:		
Property, plant & equipment	2,491.57	2,547.46
Total Deferred tax liability (A)	2,491.57	2,547.46
B. Tax effects of items constituting deferred tax assets:		
Others	(52.79)	(70.36)
MAT Credit entitlement	(1,736.01)	(2,457.00)
Total Deferred tax asset (B)	(1,788.80)	(2,527.36)
Net Deferred tax (assets)/ liability (A+B)	702.77	20.10

19. TRADE PAYABLES *

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Trade payable		
- total outstanding dues of micro and small enterprises (Refer note below)	-	-
- total outstanding dues of creditors other than micro and small enterprises	290.97	211.08
Total	290.97	211.08

*There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Note: Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

20. OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
a) Current maturities of long term borrowings (Refer note 14)	1,205.02	434.55
b) Sundry deposits	35.97	28.78
c) Interest accrued but not due on loan from financial institution	1.94	3.78
Total	1,242.93	467.11

21. OTHER LIABILITIES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Statutory liabilities	30.33	45.41
Total	30.33	45.41

22. REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Revenue from power supply and transmission income		
a) Revenue from power supply (gross)	7,235.35	9,142.89
b) Revenue from Transmission income (gross)	112.73	112.73
Revenue from Power supply and transmission income (net)	7,348.08	9,255.62

23. OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Interest income		
i) Financial assets held at amortised cost		
- Interest on bank deposits	93.56	92.68
- Interest on Subordinate debt [Refer Note No. 35 (ii)]	1,394.30	4,753.95
- Interest on employee loan	0.98	1.63
ii) Others		
- Interest on income tax refund	1.84	-
b) Others non operating income		
- Sale of emission reductions	117.20	85.38
- Insurance claim	87.19	64.94
- Miscellaneous income	56.45	7.63
c) Others gain and losses		
- Gain on disposal of property, plant and equipment	1.45	1.44
Total	1,752.97	5,007.65

24. EMPLOYEE BENEFITS EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Salaries, wages and bonus	1,073.92	1,132.79
b) Contribution to provident and other funds (Refer Note No. 33.1)	45.57	52.22
c) Gratuity expenses (Refer Note No. 33.3)	21.29	18.08
d) Compensated absences expenses (Refer Note No. 33.3)	13.37	35.81
e) Workmen and staff welfare expenses	29.52	31.98
Total	1,183.67	1,270.88

25. FINANCE COSTS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Interest cost		
- Interest on term loans	1,296.21	1,440.29
- Interest on delayed payment of Income Tax	14.00	-
b) Other Borrowing cost		
- Bank charges	0.36	0.40
Total	1,310.57	1,440.69

26. DEPRECIATION AND AMORTISATION EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Depreciation on property, plant and equipment	434.81	430.76
b) Amortisation of intangible assets	18.14	9.36
Total	452.95	440.12

27. OTHER EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Stores, spares and other consumables	383.64	194.14
Rent expenses	16.71	16.71
Power and fuel	42.08	42.59
Repair and maintenance		
- Buildings	20.07	22.62
- Plant and machinery	150.29	276.74
- Others	13.73	13.82
Rates and taxes	0.32	0.32
Insurance	137.15	125.05
Payment to auditor	19.29	19.58
Communication costs	9.78	10.23
Printing and stationery	5.59	5.32
Travelling and conveyance	51.06	66.36
Membership fees and subscriptions	17.48	4.55
Legal and professional fees	146.39	174.70
Social welfare expenses	1.83	12.01
CSR expenses	188.70	193.31
Miscellaneous expenses	139.23	127.89
Total	1,343.34	1,305.94

Notes :

(i) Payment to statutory auditors comprise (including indirect taxes)

- Fees for Statutory Audit	10.03	10.03
- Fees for Limited Review	8.85	8.85
- For reimbursement of expenses	0.41	0.70
TOTAL	19.29	19.58

(ii) Corporate social responsibility expenditure

Amount required to be spend as per section 135 of the Act	188.70	181.05
Amount spent during the year on :		
- Construction / acquisition of any asset	8.85	60.09
- Other purpose	51.85	133.22
TOTAL	60.70	193.31

Amount unspent during the year is ₹ 128 lakhs (Previous year ₹ Nil)

28. INCOME TAX EXPENSE**a) Income tax recognised in statement of profit and loss**

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Current tax	1,135.50	2,638.20
Deferred tax	(44.15)	(44.41)
Tax related to earlier years	208.45	-
Total Income tax (credit)/expenses recognised in the current period	1,299.80	2,593.79

b) The income tax expense for the year can be reconciled to the profit before tax as follows:

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Accounting profit before tax	3,545.45	8,687.48
Accounting Profit before Income Tax	3,545.45	8,687.48
At India's statutory income tax rate of 29.12%	1,032.44	2,529.79
Tax effect of expenses that are not deductible for determining taxable profits	79.38	56.29
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(20.47)	(2.11)
Prior year tax effect on deferred tax liability	-	9.82
Tax related to earlier years	208.45	-
Income tax expenses reported in the Statement of Profit and Loss	1,299.80	2,593.79

29. EARNINGS PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Profit for the year attributable to owners of the Company (₹ in lakhs) (A)	2,245.65	6,093.69
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of shares in lakhs) (B)	1,475.26	1,475.26
Basic and diluted earning per share (A/B)	1.52	4.13

30. SEGMENT REPORTING

The Company's activities during the year involved generation of the hydro power (Refer Note 1). Also, the Company generates income from usage of its owned transmission line. Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

31. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)**31.1 Contingent Liabilities**

- (i) In respect of assessment years 2009-10 to 2014-15, the Assessing Officer (AO) had raised demands aggregating to ₹ 213.87 lakhs. The demand was based on disallowance of expenses under section 14A of the Income-tax Act, 1961 under MAT computation. The AO disallowed proportionate amount of deduction under section 80-IA stating that the investments made by the Company in the subsidiary is capable to earn exempted dividend income. Further, AO disallowed and denied Company's claim to treat the income from carbon credit as capital receipts. Based upon the favourable order passed by the Income tax authorities in the past in certain assessment year's appeal proceedings at the level of High court and ITAT, the Company is of the view that the above said demands are not tenable and hence no provision is required in the financial statements.
- (ii) On April 27, 2019, the Company received a provisional net demand of ₹ 8,069 lakhs in relation to wheeling charges for the period April 01, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC), which in the opinion of the Company is not in accordance with the agreement entered between the Company and HPSEB (now HPSEBL) in August 1999. In this regard, the Company has paid under protest an amount of ₹ 2,817 lakhs. Based on the legal opinion obtained, the Company is of the view that demand is not legally tenable and would not result in any material liability on the Company for the period on or before March, 2019 and accordingly has filed an appeal before Appellate tribunal (APTEL), Electricity at New Delhi, which is pending adjudication with APTEL. The next date for hearing is scheduled for May 24, 2021.

- (iii) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952. Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company for the previous periods, if any, cannot be ascertained.

(iv) Financial Guarantee

The Company has provided Corporate/Default Guarantee to FIs/Banks for the loans extended by them to AD Hydro Power Limited (subsidiary company).

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
a) The amount of outstanding loans covered by such guarantees	18,866.61	22,283.22
b) Under the terms of the said guarantee the maximum amount for which the company may be contingently liable during the next 12 months	3,309.47	3,416.66

31.2 Commitments

- a) The Company has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura sub station to Nalagarh (i.e. interstate point - substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- b) At March 31, 2021, the Company has committed for non-disposal of its investment in subsidiary AD Hydro Power Limited to its lenders (similar commitment was there in the previous year also).
- The Company does not have any long term commitments of material non-cancellable contractual commitments/ contracts including derivatives contract for which there were any material foreseeable losses.

32 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – "Related Party Disclosures" are as follow:

- a) Names of related parties and description of relationship

Description of relationship	Name of related party
Holding Company	Bhilwara Energy Limited
Subsidiary Company	AD Hydro Power Limited
Enterprise having significant influence over the company	Statkraft Holding Singapore PTE Limited
Fellow Subsidiary Companies	Indo Canadian Consultancy Services Limited
Key Management Personnel	i) Mr. Ravi Jhunjunwala, Chairman & Managing Director ii) Mr. O.P Ajmera, Executive Director, CEO and CFO iii) Mr. Arvind Gupta*
Relatives of key management personnel	i) Mrs. Rita Jhunjunwala (wife of the Chairman & Managing Director) ii) Mr. Riju Jhunjunwala (son of the Chairman & Managing Director) iii) Mr. Rishabh Jhunjunwala (son of the Chairman & Managing Director)
Enterprises owned or significantly influenced by key management personnel or their relatives	i) HEG Limited, ii) Rajasthan Spinning & Weaving Mills Limited ("RSWM Limited") iii) Statkraft Markets Private Limited
Employee benefit funds	i) Malana Power company Limited Employees Gratuity Trust ii) Malana Power company Limited Sr. Executive Company Superannuation Scheme Trust

* As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel includes Company Secretary.

- b) Names and details of transaction of related parties during the year are as follows:

b) Names and details of transaction of related parties during the year are as follows:

Transaction with related parties												
Nature of Transaction	Holding Company/ Enterprises having significant influence over the Company		Subsidiary/Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprise over which key management personnel /relative having significant influence		Trust Under Common Control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year												
i) Rent Paid												
a) Mrs. Rita Jhunjhunwala	-	-	-	-	-	-	19.16	18.42	-	-	-	-
b) Mr. Rishab Jhunjhunwala	-	-	-	-	-	-	18.59	17.88	-	-	-	-
c) Mr. Riju Jhunjhunwala	-	-	-	-	-	-	18.59	17.88	-	-	-	-
d) RSWM Limited	-	-	-	-	-	-	-	-	16.71	16.71	-	-
ii) Remuneration paid *												
a) Mr. Ravi Jhunjhunwala	-	-	-	-	219.11	247.51	-	-	-	-	-	-
b) Mr. O.P. Ajmera	-	-	-	-	218.06	240.80	-	-	-	-	-	-
c) Mr. Arvind Gupta	-	-	-	-	19.88	19.68	-	-	-	-	-	-
iii) Reimbursement of expenses paid to:												
a) HEG Limited	-	-	-	-	-	-	-	-	5.27	2.31	-	-
b) RSWM Limited	-	-	-	-	-	-	-	-	9.58	10.96	-	-
c) Bhilwara Energy Limited	-	3.89	-	-	-	-	-	-	-	-	-	-
d) AD Hydro Power Limited	-	-	0.22	0.23	-	-	-	-	-	-	-	-
iv) Reimbursement of expenses recovered from:												
a) Bhilwara Energy Limited	72.36	73.04	-	-	-	-	-	-	-	-	-	-
b) AD Hydro Power Limited	-	-	0.14	-	-	-	-	-	-	-	-	-
v) Interest on unsecured loan given to :												
AD Hydro Power Limited	-	-	1,394.30	4,753.95	-	-	-	-	-	-	-	-
vi) Professional expenses paid to :												
Statkraft Market Pvt Ltd	28.15	31.72	-	-	-	-	-	-	-	-	-	-
vii) Contribution made in Trust:												
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	50.71	34.92
b) Malana Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	7.12	6.96
viii) Benefits paid on behalf of Trust:												
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	4.68	11.10

Transaction with related parties													(₹ in Lakhs)	
Nature of Transaction	Holding Company/ Enterprises having significant influence over the Company		Subsidiary/Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprise over which key management personnel /relative having significant influence		Trust Under Common Control			
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year		
Balances Receivable:														
a) Statkraft Market Private Limited	58.97	36.55	-	-	-	-	-	-	-	-	-	-		
b) Bhilwara Energy Limited	2.46	23.65	-	-	-	-	-	-	-	-	-	-		
c) Investment in AD Hydro Power Limited (including Deemed Equity investment)	-	-	104,471.45	49,295.56	-	-	-	-	-	-	-	-		
d) Unsecured Loan given to AD Hydro Power Limited	-	-	14,600.00	46,380.00	-	-	-	-	-	-	-	-		
e) Interest amount recoverable on Unsecured Loan from AD Hydro Power Ltd	-	-	-	29,606.17	-	-	-	-	-	-	-	-		
f) Loan given to Mr.OP Ajmera	-	-	-	-	5.00	20.00	-	-	-	-	-	-		
Balances Payable:														
a) Commission payable to Mr. Ravi Jhunjhunwala	-	-	-	-	51.48	87.05	-	-	-	-	-	-		
b) Mrs. Rita Jhunjhunwala	-	-	-	-	-	-	-	1.41	-	-	-	-		
c) Mr. Rishab Jhunjhunwala	-	-	-	-	-	-	-	1.37	-	-	-	-		
d) Mr. Riju Jhunjhunwala	-	-	-	-	-	-	-	1.37	-	-	-	-		
Guarantees given by the Company :														
To the lenders of AD Hydro Power Limited in favour of IDBI Trustee acting as security trustee for senior lenders of AD Hydro Power Limited for the maximum amount for which the Company may be contingently liable during next 12 month. Subsequent to the year end, on May 12, 2021, the Company and ADHPL have mutually agreed to modify the terms of repayment of sub debt of Rs. 31,780 lakhs out of total sub debt of Rs. 46,380 lakhs and accumulated interest of Rs. 23,395.89 lakhs on total debt. Refer Note 35 (ii)	-	-	3,309.47	3,416.66	-	-	-	-	-	-	-	-		

* Remuneration paid does not include provision made for compensated absences and gratuity as the same are determined for the Company as a whole.

c) Compensation of Key Management Personnel**(₹ in Lakhs)**

Particulars	As at March 31, 2021				As at March 31, 2020			
	CMD	ED, CEO & CFO	CS	Total	CMD	ED, CEO & CFO	CS	Total
	Mr. Ravi Jhunjhunwala	Mr. O P Ajmera*	Mr. Arvind Gupta		Mr. Ravi Jhunjhunwala	Mr. O P Ajmera*	Mr. Arvind Gupta	
Short Term Benefit#	207.84	205.86	17.87	431.57	236.67	228.60	17.67	482.94
Defined Contribution Plan	11.27	12.20	2.01	25.48	10.84	12.20	2.01	25.05
Total	219.11	218.06	19.88	457.05	247.51	240.80	19.68	507.99

* out of total remuneration paid to Mr. O P Ajmera, ₹ 66.07 lakhs (Previous year ₹ 66.60 lakhs) has been recovered from Bhilwara Energy Limited.

excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

33 EMPLOYEE BENEFIT PLAN**33.1 Defined contribution plan****i) Superannuation Fund**

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company does not carry any further obligations, apart from the contributions made on a monthly basis. The Company recognized ₹ 5.62 lakhs (previous year ₹ 5.37 lakhs) in the statement of profit and loss account. (refer note 24)

ii) Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 45.57 lakh (previous year ₹ 52.22 lakh) in the statement of profit and loss account. (refer note 24)

33.2 Details of defined benefit plan and long term employee benefit plan**i) Gratuity Fund**

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for defining the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

33.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:**i) Current and Non – Current classification in Balance Sheet****(₹ in Lakhs)**

Particulars	As at March 31, 2021			As at March 31, 2020		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	53.74	116.95	170.69	4.90	157.05	161.95
Gratuity:						
- Present value of funded defined benefit obligation		-	383.76	-	-	340.56
Fair value of plan assets		-	382.48	-	-	289.85
Net defined benefit obligation	1.28	-	1.28	50.71	-	50.71

ii) Movement in the present value of Gratuity and Compensated absences (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Present value of obligation as at the beginning of the period	340.56	285.63	161.95	128.86
Interest Cost	22.99	22.25	10.93	10.04
Current Service Cost	17.86	15.38	9.35	11.54
Benefits Paid	(4.69)	(11.10)	(4.63)	(2.71)
Actuarial (Gain)/Loss on obligation	7.03	28.39	(6.92)	14.22
Present value of obligation as at the End of the period	383.75	340.56	170.69	161.95

iii) The amounts recognized in the Profit and Loss account (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Service Cost	17.86	15.38	9.36	11.55
Net Interest Cost	3.42	2.70	10.93	10.04
Net actuarial (gain) / loss recognized in the period	-	-	(6.92)	14.22
Expense recognized in the Income Statement	21.29	18.08	13.37	35.81

iv) Amount recorded as Re-measurement (Gain) / Loss in Other Comprehensive Income (OCI) (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2021	As at March 31, 2020
Actuarial (gain) / loss for the year on PBO	7.03	28.39
Actuarial (gain) /loss for the year on Asset	(27.04)	4.24
Defined benefit (gain)/loss recognized in other comprehensive income.	(20.01)	32.63

v) Movement in the fair value of plan assets (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2021	As at March 31, 2020
Fair value of plan assets at the beginning of the year	289.85	250.71
Actual return on plan assets	46.61	15.31
Employer contribution	50.71	34.92
Benefits paid	(4.69)	(11.10)
Fair value of plan assets at the end of the year	382.48	289.85

vi) Major categories of plan assets (as percentage of total plan assets) (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2021	As at March 31, 2020
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer *	100%	100%
Bank Balance	-	-
Total	100%	100%

* In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

vii) Principal Actuarial Assumptions (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
i) Discounting Rate	6.80	6.75	6.80	6.75
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60	60	60	60
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012-14)		100 % of IALM (2012-14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
18 to 30 Years	3.00	3.00	3.00	3.00
30 to 45 years	2.00	2.00	2.00	2.00
Above 45 years	1.00	1.00	1.00	1.00

Note:

- (a) Discount rate is based on the prevailing market yields of Govt. of India Securities as at Balance Sheet date for the estimated term of the obligations.
- (b) The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

		(₹ in Lakhs)
Particulars	Gratuity	
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period	383.76	
Impact due to increase of 0.50%	(10.41)	
Impact due to decrease of 0.50%	11.13	
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period	383.76	
Impact due to increase of 0.50%	11.22	
Impact due to decrease of 0.50%	(10.58)	

Note:

- (a) Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- (b) Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

ix) Maturity Profile of defined benefit obligation (₹ in Lakhs)

Expected cash flows for the next 10 years	Gratuity
0 to 1 Year	165.01
1 to 2 Year	6.36
2 to 3 Year	38.09
3 to 4 Year	4.04
4 to 5 Year	6.40
5 to 6 Year	3.50
6 Year onwards	160.37

- 34** In respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the Company had bid and paid an upfront premium of ₹ 6,120 lakhs, the Company has decided to shelve off the project as the State Hydro Power Policy is not aligned with Ministry of Environment and Forest (MOEF) Policy of Government Of India which prohibits the implementation of a hydro power project in wild life /eco sensitive zone areas. In view of this, the Company has filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement. Based upon the management's assessment, the amount is fully recoverable and the Company is regularly following up with the Government of Himachal Pradesh. The provision of 50% of ₹ 3,060 lakhs has been recorded out of abandoned caution in earlier years. However, the same shall be written back at the time of receipt of refund by the company. No further provision is considered necessary by the management.

35 INVESTMENT IN SUBSIDIARY AND LOAN TO SUBSIDIARY (ADHPL)

- (i) The Company has an investments amounting to ₹ 1,04,471.45 lakhs (including Deemed Equity investment) in AD Hydro Power Limited (subsidiary company) and has also unsecured loan receivables amounting to ₹ 14,600 lakhs as on March 31, 2021, total balance recoverable from subsidiary company aggregating to ₹ 119,071.45 lakhs as on March 31, 2021. As against this, net assets of the subsidiary company as on March 31, 2021 is ₹ 1,16,111.12 lakhs (excluding outstanding balance of unsecured loan from the Company). In view of this, the Company has carried out an evaluation of the subsidiary company's financial performance after taking into account the future projections and expected future cash flows. Based on such evaluation, the management is of the view that there is no impairment in the value of investments and the unsecured loans given to the subsidiary Company.
- (ii) In 2009, the Company had given sub debt to ADHPL amounting to ₹ 46,380 lakhs at market interest rate and this sub debt was classified as Loans on transition to Ind AS based on intention of the parties at that point of time. Subsequent to the year end, on May 12, 2021, the Company and ADHPL have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780 lakhs and accumulated interest of ₹ 23,395.89 lakhs on total debt as follows: Interest on sub debt of ₹ 31,780 lakhs out of total sub debt of ₹ 46,380 lakhs will be Nil from April 01, 2020. At the discretion of ADHPL, ADHPL can repay ₹ 31,780 lakhs and ₹ 23,395.89 lakhs out of distributable profits of ADHPL and can be paid only after making dividend payments to the equity shareholders or as per the agreement signed between the Company, ADHPL and IFC. Based on the above modification, the Company has derecognized the loan asset and accumulated interest receivable and transferred the balances to investment in subsidiary and presented under "Deemed Equity Investment." The waiver of interest and modification of terms of the sub debt are not prejudicial to the interest of the Company considering the parent and subsidiary relationship. The balance sub debt amounting to ₹ 14,600 lakhs carry interest rate of 9.55% per annum.

36 FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2021 and March 31, 2020.

I Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

(i) Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Variable rate borrowings	3,593.61	3,703.22
Fixed rate borrowings	4,666.48	10,958.25
Total	8,260.09	14,661.47

(ii) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarises the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2021 and March 31, 2020.

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Effect on Profit if Interest Rate - decrease by 25 basis points	2.28	9.45
Effect on Profit if Interest Rate - increases by 25 basis points	(2.28)	(9.45)

II Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no material transactions in foreign currency. Hence, no further disclosure is required under this section.

III Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

(b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

(i) Financial assets to which loss allowance is measured using lifetime /12 months Expected Credit Loss (ECL) as on March 31, 2021.

(₹ in Lakhs)

Financial assets to which loss allowance is measured using lifetime / 12 months Expected credit loss(ECL)	As at March 31, 2021			As at March 31, 2020		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Long term loans and advances to Subsidiary Company	14,600.00	-	14,600.00	46,380.00	-	46,380.00
Loan to Employees	31.11	-	31.11	51.24	-	51.24
Advance for Bara Banghal project	6,801.84	3,741.84	3,060.00	6,801.84	3,741.84	3,060.00
Advance recoverable from HPSEBL	1,863.14	-	1,863.14	1,866.92	-	1,866.92
Interest accrued on loan given to subsidiary company	-	-	-	29,606.17	-	29,606.17
Trade receivables	534.42	-	534.42	431.90	-	431.90
Cash and Cash Equivalents	238.81	-	238.81	1,181.24	-	1,181.24
Bank Balance	2,095.18	-	2,095.18	30.18	-	30.18
Interest accrued on bank deposit	15.12	-	15.12	9.30	-	9.30
Security deposit	4.02	-	4.02	4.02	-	4.02

The Company is in the power generation sector. The Company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers.

(a) Liquidity risk

Liquidity risk is defined as the risk that the company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the Company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Lakhs)

As at March 31, 2021	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	1,205.02	2,410.05	4,645.02	8,260.09
Trade payables	290.97	-	-	290.97
Sundry deposit	35.97	-	-	35.97
Interest accrued but not due on loan from financial institution	1.94	-	-	1.94

(₹ in Lakhs)

As at March 31, 2020	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	434.55	3,461.12	10,765.80	14,661.47
Trade payables	211.08	-	-	211.08
Sundry deposit	28.78	-	-	28.78
Interest accrued but not due on loan from financial institution	3.78	-	-	3.78

37 CAPITAL MANAGEMENT

(a) Risk management

The Company's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during 2020-21 and 2019-20 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Net Debt	8,021.28	13,480.23
Total Equity	128,446.68	128,252.21
Net Debt to Equity Ratio	0.06	0.11

38 FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in lakhs)

Particulars	As at March 31, 2021				As at March 31, 2020			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Long term loans and advances to Subsidiary Company	-	-	14,600.00	14,600.00	-	-	46,380.00	46,380.00
Loan to Employees	-	-	31.11	31.11	-	-	51.24	51.24
Advance for Bara Banghal project	-	-	3,060.00	3,060.00	-	-	3,060.00	3,060.00
Advance recoverable from HPSEBL	-	-	1,863.14	1,863.14	-	-	1,866.92	1,866.92
Interest accrued on loan given to subsidiary company	-	-	-	-	-	-	29,606.17	29,606.17
Trade receivables	-	-	534.42	534.42	-	-	431.90	431.90
Cash and Cash Equivalents	-	-	238.81	238.81	-	-	1,181.24	1,181.24
Bank Balance	-	-	2,095.18	2,095.18	-	-	30.18	30.18
Interest accrued on bank deposit	-	-	15.12	15.12	-	-	9.30	9.30
Security deposit	-	-	4.02	4.02	-	-	4.02	4.02
Total financial assets	-	-	22,441.80	22,441.80	-	-	82,620.97	82,620.97
Borrowings	-	-	8,260.09	8,260.09	-	-	14,661.47	14,661.47
Trade Payables	-	-	290.97	290.97	-	-	211.08	211.08
Interest accrued but not due on loan from financial institution	-	-	1.94	1.94	-	-	3.78	3.78
Sundry deposit	-	-	35.97	35.97	-	-	28.78	28.78
Total financial liabilities	-	-	8,588.96	8,588.96	-	-	14,905.11	14,905.11

- 39** The Board of Directors of the Company in its meeting held on February 02, 2021 had declared an interim dividend of ₹ 1.40 per equity share of face value ₹ 10 per share amounting to ₹ 2,065.36 lakhs.
- 40** Subsequent to the year end, on May 12, 2021, the Company and MPCL have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780 lakhs out of total sub debt of ₹ 46,380 lakhs and accumulated interest of ₹ 23,395.89 lakhs on total debt. Refer Note 35 (ii).
- 41** Effective April 01, 2019, the Company adopted Ind AS 116 “Leases”, applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 23.18 lakhs as at April 01, 2019 as disclosed in Note 3.
- 42** The Ministry of home affairs issued Order No.40-3/2020 dated March 24, 2020, notified electricity among the essential services in its guidelines which continued to operate during lock down in the crises situation of COVID-19, declared as pandemic by World Health Organization. The Company's business being generation and sale of electricity is covered under essential services which is least impacted due to COVID-19. The Company believes that so far, there is no significant impact of COVID-19 pandemic on the financial position and performance of the Company. Further, the company is not expecting any significant change in estimates as of now as the company is running its business and operations as usual without any major disruptions.
- 43** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No:- F7690

CONSOLIDATED FINANCIAL STATEMENTS
OF



MALANA POWER COMPANY LIMITED

CIN : U40101HP1997PLC019959

INDEPENDENT AUDITOR'S REPORT (Consolidated)

To the Members of Malana Power Company Limited Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Malana Power Company Limited (hereinafter referred to as "the Parent") and its subsidiary, (the Parent and its subsidiary together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2021, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS') and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2021, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 31 (A)(i)(b) and Note 35(A)(ii) to the consolidated financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL) in case of the Parent and with three parties using the transmission line in case of a subsidiary, respectively.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon. The Director's report is expected

to be made available to us after the date of this Auditor's report.

- Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The Board of Directors of the companies of the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are

free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative

materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Group as on March 31, 2021 taken on record by the Board of Directors of the respective companies in India, none of the directors of the Group companies in India incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**" which is based on the auditor's report of the Parent and its subsidiary company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i) The consolidated financial statements disclose the

impact of pending litigations on the consolidated financial position of the Group. <Refer Note 31 A (i) and 31 B (i) to the consolidated financial statements>

- ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts. <Refer Note 31 A (ii) and 31 B (ii) to the consolidated financial statements>
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent and its subsidiary company incorporated in India. <Refer Note 18 to the consolidated financial statements>

For **Deloitte Haskins & Sells LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Vikas Khurana

Partner

Membership No. 503760

UDIN: 21503760AAAABE5032

Place: Gurugram

Date: May 17, 2021

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting Malana Power Company Limited (hereinafter referred to as "Parent") and its subsidiary company, which is the Company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent and its subsidiary company which is the company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its

subsidiary company, which is a company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent and its subsidiary company which is a company incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to

the explanations given to us, the Parent and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Vikas Khurana
Partner
Membership No. 503760
UDIN: 21503760AAAABE5032

Place: Gurugram
Date: May 17, 2021

BALANCE SHEET AS AT MARCH 31, 2021 (Consolidated)

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	3	136,616.83	142,316.14
(b) Intangible Assets	4	6.21	24.35
(c) Financial assets			
(i) Trade receivables	9	3,397.24	3,112.33
(ii) Loans	5	42.76	54.20
(iii) Others	6	4,961.54	4,965.32
(d) Non-current tax assets	12	62.70	89.25
(e) Other non-current assets	7	14.70	-
		145,101.98	150,561.60
2 Current assets			
(a) Inventories	8	1,194.42	1,224.30
(b) Financial assets			
(i) Trade receivables	9	726.25	502.86
(ii) Cash and cash equivalents	10	1,446.18	4,204.59
(iii) Bank balances other than (ii) above	11	6,473.78	5,254.03
(iv) Loans	5	34.55	44.62
(v) Other	6	188.47	332.78
(c) Other current assets	7	249.68	294.35
		10,313.33	11,857.53
Total Assets		155,415.31	162,419.13
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	13	14,752.57	14,752.57
(b) Other equity	14	105,175.66	103,042.01
Equity attributable to Equity shareholders		119,928.23	117,794.58
Non-controlling interest		5,560.23	5,295.80
Total Equity		125,488.46	123,090.38
LIABILITIES			
1 Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	22,601.27	33,068.83
(b) Provisions	16	275.13	312.33
(c) Deferred tax liabilities (net)		702.77	20.10
		23,579.17	33,401.26
2 Current liabilities			
(a) Financial liabilities			
(i) Trade payables	18		
- total outstanding dues of micro and small enterprises		-	-
- total outstanding dues of creditors other than micro and small enterprises		1,174.28	1,055.64
(ii) Other financial liabilities	19	4,676.63	4,078.46
(b) Provisions	16	61.20	149.49
(c) Current tax liabilities	12	260.03	332.15
(d) Other current liabilities	20	175.54	311.75
		6,347.68	5,927.49
Total Equity and Liabilities		155,415.31	162,419.13

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjhunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021 (Consolidated)

(₹ in Lakhs)			
Particulars	Note No.	Year ended March 31, 2021	Year ended March 31, 2020
I Revenue from operations	21	24,967.97	32,655.33
II Other Income	22	1,700.03	1,088.54
III Total Income (I+II)		26,668.00	33,743.88
IV Expenses			
Wheeling Cost		691.93	644.55
Bulk power transmission charges		4,319.97	4,004.88
Employee benefits expense	23	2,551.51	2,703.96
Finance costs	24	3,779.50	4,402.09
Depreciation and amortisation expenses	25	5,838.67	6,484.11
Other expenses	26	3,283.12	3,334.34
Total expenses		20,464.71	21,573.93
V Profit before tax (III-IV)		6,203.29	12,169.95
VI Tax Expense			
(a) Current tax expense	27	1,624.73	2,143.69
(b) Deferred tax (credit)/charge	27	(44.15)	1,075.91
(c) Tax related to earlier years	27	208.45	-
Income tax expense		1,789.03	3,219.60
VII Profit for the year (V-VI)		4,414.26	8,950.35
Profit attributable to owners of the company		4,154.03	8,607.55
Non-controlling interest		260.23	342.80
Profit for the year		4,414.26	8,950.35
VIII Other comprehensive income			
Items that will not to be reclassified subsequently to profit or loss:			
- Re-measurement gains/(losses) on defined benefit plans (net of tax)		62.90	(99.67)
- Income tax relating to items that will not be reclassified to profit or loss		(13.72)	9.50
Other comprehensive income/(loss) for the year		49.18	(90.17)
Other comprehensive income attributable to owners of the company		44.98	(82.13)
Non-controlling interest		4.20	(8.04)
IX Total comprehensive income for the year, net of tax (VII +VIII)		4,463.44	8,860.18
Total comprehensive income attributable to owners of the company		4,199.01	8,525.42
Non-Controlling interest		264.43	334.76
Earnings per equity share			
Basic	28	2.82	5.83
Diluted	28	2.82	5.83

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

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For and on behalf of the Board of Directors of
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Executive Director, CEO and CFO
DIN:- 00322834

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Place : Gurugram
Date : 17th May, 2021

Place : Noida
Date : 12th May, 2021

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021 (Consolidated)

(a) Equity share Capital

Particulars	Number (in lakhs)	(₹ in lakhs)
Equity shares of ₹ 10 each issued, subscribed and fully paid		
As at April 1, 2019	1,475.26	14,752.57
Changes in Equity share capital during the year	-	-
As at March 31, 2020	1,475.26	14,752.57
Changes in Equity share capital during the year	-	-
As at March 31, 2021	1,475.26	14,752.57

(b) Other Equity

Particulars	Other Equity			Total		
	Securities premium account (a)	Retained earnings (b)	Other Comprehensive Income (c)	d = (a+b+c)	Non- Controlling Interest (e)	Other Equity (d+e)
As at April 1, 2019	32,545.67	62,014.24	(43.32)	94,516.59	4,961.04	99,477.63
Profit during the year	-	8,607.55	-	8,607.55	342.80	8,950.35
Other comprehensive Loss during the year, net of tax	-	-	(82.13)	(82.13)	(8.04)	(90.17)
Total comprehensive income for the year	-	8,607.55	(82.13)	8,525.42	334.76	8,860.18
As at March 31, 2020	32,545.67	70,621.79	(125.45)	103,042.01	5,295.80	108,337.81
Profit during the period	-	4,154.03	-	4,154.03	260.23	4,414.26
Other comprehensive income during the year, net of tax	-	-	44.98	44.98	4.20	49.18
Total comprehensive income for the year	-	4,154.03	44.98	4,199.01	264.43	4,463.44
Interim dividend paid during the year (including dividend distribution tax) (Refer Note 39)	-	(2,065.36)	-	(2,065.36)	-	(2,065.36)
Balance as at March 31, 2021	32,545.67	72,710.46	(80.47)	105,175.66	5,560.23	110,735.89

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP

Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

Place : Gurugram
Date : 17th May, 2021

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

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Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2021 (Consolidated)

Particular	(₹ in Lakhs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash flow from operating activities		
Profit before tax	6,203.29	12,169.95
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expenses	5,838.67	6,484.11
(Gain) on sale of property plant and equipment	(12.77)	(18.98)
Finance Cost	3,779.52	4,402.09
Interest Income	(617.21)	(841.71)
Working Capital Adjustments:		
(Increase) in trade receivables	(511.15)	(609.39)
(Increase) / Decrease in financial assets - loans	163.76	(2,016.17)
(Increase) / Decrease in other current asset	(85.63)	100.47
(Increase) / Decrease in inventories	29.89	(61.70)
(Decrease) in other financial liabilities	(67.29)	(82.27)
Increase / (Decrease) in trade payables	118.64	(394.60)
Increase / (Decrease) in provisions	(144.96)	262.88
Increase / (Decrease) in other current liabilities	(136.22)	136.73
Cash generated from operations	14,558.54	19,531.43
Income Tax Paid	(875.75)	(2,040.52)
Net cash flow from operating activities	13,682.79	17,490.91
B. Cash flow from investing activities		
Purchase of property, plant & equipment	(146.53)	(144.55)
Proceeds from sale of property, plant & equipment.	37.58	30.37
Loans (given)/repaid	1.45	(9.21)
Fixed deposits placed during the year	(43,239.00)	-
Fixed deposits matured during the year	42,019.25	21,365.00
Interest received	8,222.54	1,654.68
Net cash flow in investing activities	6,895.29	22,896.29
C. Cash flow from financing activities		
Repayments of borrowings	(9,817.99)	(32,282.27)
Interim dividend paid during the year	(2,065.36)	-
Interest paid	(11,453.14)	(4,957.31)
Net cash (used) in financing activities	(23,336.49)	(37,239.58)
Net increase/(decrease) in Cash and Cash equivalents	(2,758.41)	3,147.61
Cash and Cash equivalent at the beginning of the year	4,204.59	1,056.98
Cash and Cash equivalent at period end (Refer Note 10)	1,446.18	4,204.59

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP
Firm's Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

Place : Gurugram
Date : 17th May, 2021

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjhunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No:- F7690

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021 (Consolidated)

1 CORPORATE INFORMATION

The consolidated financial statements comprises Malana Power Company Limited (MPCL) (Holding Company) and its one subsidiary i.e. AD Hydro Power Limited (ADHPL) (together referred to as "Group") for the year ended March 31, 2021.

The Group is engaged in the generation of hydro- electric power and development of hydro power projects. The subsidiary Company considered in the consolidated financial statements is 'AD Hydro Power Limited' with proportion of 88% ownership as on March 31, 2021.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Amendments to Ind AS 1 and Ind AS 8 - Definition of "material"

The Group has adopted the amendments to Ind AS 1 and Ind AS 8. The amendments make the definition of material in Ind AS 1 easier to understand and are not intended to alter the underlying concept of materiality in Ind ASs. The concept of 'obscuring' material information with immaterial information has been included as part of the new definition.

The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'. The definition of material in Ind AS 8 has been replaced by a reference to the definition of material in Ind AS 1. In addition, the MCA amended other standards that contain the definition of 'material' or refer to the term 'material' to ensure consistency.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these consolidated financial statements.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiary as at March 31, 2021. Control is achieved when the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

The Group re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, Liabilities, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statement in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e. year ended on March 31, 2021. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if the results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Consolidation Procedure:

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows to the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statement. Ind AS 12 Income tax applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

2.3 Summary of significant accounting policies

(a) Use of estimates

The preparation of consolidated financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects boths current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I. Service Concession Arrangements

Management has assessed applicability of Appendix D of Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Group. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II. Useful lives and residual value of property, plant and equipment and intangible assets

Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed periodically, including at each financial year end.

III. Deferred tax assets

The Group reviews the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and recognized to the extent that it is probable that sufficient taxable profits will be available to utilize the deferred tax asset including MAT.

IV. Claims and Litigations

The Group is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Group reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Group establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Group's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Group evaluates, among other factors, the degree of probability of an unfavorable outcome and the ability to make a reasonable estimate of the amount of the loss. The Group does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Group determined that there were no matters that required an accrual as of March 31, 2021 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

V. Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its PPE to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise

they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is an indication at the end of a reporting period that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount.

(b) Revenue Recognition

The Group recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The Group's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectibility is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Uncheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis.

In an arrangements where the Group sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Group has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Group expects to be entitled from a customer, net of returns and allowances, discounts, volume rebates and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER), Carbon Credit Entitlement / Certified Emission Reductions ("CER")

Revenue is recognized on registration and successful authentication of carbon emission reductions.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

(c) Inventory Valuation

Inventories comprising of components, stores and spares are valued at lower of cost and net realizable value. Scrap is valued at net realisable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Dam, Reservoir, Barrage etc)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipments	3-6
Office equipments	5

(e) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years. The Group has considered the useful life of 3 years to provide amortization on Software.

The intangible assets are assessed for impairment whenever there is indication that the intangible assets may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

(f) Leases

The Group assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- (1) The contract involves the use of an identified asset,
- (2) The Group has substantially all of the economic benefits from use of the identified asset, and
- (3) The Group has the right to direct the use of the identified asset.

Group as a lessee

The Group recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Group as a lessor

Leases where the Group does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

(g) Impairment of Non-Financial Assets

The group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators. The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount.

(h) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Equity instrument in subsidiary carried at cost.

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in the finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

As at March 31, 2021, the Group does not have any debt instrument measured at FVTPL or FVTOCI.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- When the Group transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralized borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is reclassified to profit or loss. In contrast, on derecognition of an investment in an equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is not reclassified to profit or loss, but is transferred to retained earnings.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- b) Trade receivables or any contractual right to receive cash or another financial asset.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Consolidated statement of profit and loss (P&L).

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Consolidated statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts

Financial guarantees issued by the Group on behalf of subsidiary company are integral part of debt instruments. Hence, no accounting for the same has been done separately.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(i) Foreign currency

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(j) Retirement and other employee benefits

1 Defined Contribution Plan:

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

2 Defined Benefit Plan:

Gratuity

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with ICICI Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Group contributes to the Group Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance Company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in notes to accounts to the consolidated financial statements.

The Group recognises the following changes in the net defined benefit obligation under Employee benefit expense in Consolidated statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Consolidated Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

(k) Taxes Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the Consolidated statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Group is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Group's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

(l) Non-Current Asset Held for Sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The group treats sale/ distribution of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),

- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

(m) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

(n) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

(o) Contingent Liability

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

(p) Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(q) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

(r) Fair Value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on reporting date, the Group doesnot have any financial instrument which has been measured either through FVTPL or FVTOCI.

(s) Current versus Non-Current

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- 1 Expected to be realised or intended to be sold or consumed in normal operating cycle
- 2 Held primarily for the purpose of trading
- 3 Expected to be realised within twelve months after the reporting period, or
- 4 Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- 1 It is expected to be settled in normal operating cycle
- 2 It is held primarily for the purpose of trading
- 3 It is due to be settled within twelve months after the reporting period, or
- 4 There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

(t) Going concern

The directors here, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

(u) Subsequent events

Based on the nature of the event, the Group identifies the events occurring between the consolidated balance sheet date and the date on which the consolidated financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the consolidated balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Group may provide a disclosure in the consolidated financial statements considering the nature of the transaction.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Hydraulic Work	Building Bridges and Roads	Computers & Networks	Electric Installations	Free hold land	Furniture and fixtures	Office equipments	Plant & equipment	Trans-mission Line	Vehicles	Total
Gross Block											
As at April 1, 2019	102,070.46	30,484.47	115.67	595.02	3,269.17	186.89	200.92	58,603.86	44,363.91	291.02	240,181.38
Additions	-	-	14.92	1.35	-	0.90	6.70	102.32	-	18.36	144.55
Disposals	-	-	4.03	1.84	-	1.17	5.89	38.88	-	22.90	74.71
As at March 31, 2020	102,070.46	30,484.47	126.55	594.52	3,269.17	186.62	201.73	58,667.30	44,363.91	286.49	240,251.22
Additions	-	-	10.48	43.96	-	4.81	9.84	22.01	-	55.44	146.53
Disposals	-	-	15.79	0.95	-	1.60	3.01	-	26.60	31.78	79.72
As at March 31, 2021	102,070.46	30,484.47	121.24	637.53	3,269.17	189.83	208.56	58,689.31	44,337.31	310.15	240,318.04
Accumulated Depreciation											
As at April 1, 2019	35,349.60	20,284.40	90.79	515.55	-	161.56	146.73	21,232.44	13,614.97	128.21	91,524.24
Charge for the year	2,014.30	2,330.72	10.08	13.70	-	2.40	12.76	1,151.43	912.70	26.67	6,474.75
Disposals	-	-	3.88	1.72	-	0.89	5.53	30.15	-	21.77	63.94
As at March 31, 2020	37,363.90	22,615.12	96.99	527.53	-	163.06	153.97	22,353.72	14,527.67	133.11	97,935.06
Charge for the year	2,008.79	1,679.01	13.06	11.49	-	2.46	17.45	1,149.11	910.21	28.94	5,820.55
Disposals	-	-	15.23	0.90	-	1.21	2.86	-	8.21	26.49	54.92
As at March 31, 2021	39,372.69	24,294.13	94.82	538.12	-	164.31	168.56	23,502.83	15,429.67	135.55	103,700.67
Net Block											
As at March 31, 2020	64,706.56	7,869.36	29.56	66.99	3,269.17	23.55	47.77	36,313.58	29,836.24	153.38	142,316.14
As at March 31, 2021	62,697.77	6,190.34	26.43	99.41	3,269.17	25.52	40.01	35,186.48	28,907.65	174.60	136,616.83

Notes :

All the assets are owned by the company except as mentioned otherwise:

- 1) Building, bridges and roads includes cost of road ₹ 1,357.41 lakhs (Previous year ₹ 1,357.41 lakhs) and written down value of ₹ 61.42 lakhs (previous year ₹ 61.42 lakhs) constructed on forest land diverted for the project.
- 2) Gross block of transmission line includes payment for 'Right to use' amounting to ₹ 5,295.79 lakhs (Previous year ₹ 5,295.79 lakhs) and accumulated depreciation of ₹ 1,404.89 lakhs as on March 31, 2021 (including depreciation charged during the year of ₹ 132.40). 'Right to use' is an irrevocable perpetual right of use of land, but the ownership of the land does not vest with the Company.
- 3) Land includes ₹ 2,999.04 lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of the Company has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers and mutation is in progress.
- 4) Refer note - 15 for the information on Property, Plant and Equipment pledged as security.

4 INTANGIBLE ASSET

(₹ in Lakhs)

Particulars	Computer software	Total
Gross Block		
As at April 1, 2019	105.36	105.36
Additions	-	-
Disposals	0.60	0.60
As at March 31, 2020	104.76	104.76
Addition	-	-
Disposals	-	-
As at March 31, 2021	104.76	104.76
Accumulated Amortisation		
As at April 1, 2019	71.65	71.65
Charge for the year	9.36	9.36
Disposals	0.60	0.60
As at March 31, 2020	80.41	80.41
Charge for the year	18.14	18.14
Disposals	-	-
As at March 31, 2021	98.55	98.55
Net Block		
As at March 31, 2020	24.35	24.35
As at March 31, 2021	6.21	6.21

5. LOANS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Unsecured, considered good (Measured at amortised cost)				
(a) Security deposits	11.36	11.36	-	-
(b) Loans to employees	31.40	42.84	34.55	44.62
Total	42.76	54.20	34.55	44.62

6. OTHER FINANCIAL ASSETS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
a) Advance for Bara Banghal project [including ₹ 681.84 lakhs (previous year ₹ 681.84 lakhs) towards consultancy and other expenses on the project] (Refer Note 34)				
- Unsecured, considered good	3,060.00	3,060.00	-	-
- Unsecured, considered doubtful	3,741.84	3,741.84		
Less : Provision against upfront premium	(3,741.84)	(3,741.84)		
Total (a)	3,060.00	3,060.00	-	-
b) Others				
- Recoverable from Himachal Pradesh State Electricity Board Limited (Net)**	1,863.14	1,866.92		-
- Interest accrued on banks deposits		-	124.36	125.12
- Unbilled Revenue	-	-	64.11	207.66
- Amount paid under protest#	35.00	35.00	-	-
- Deposits with original maturity period of more than 12 months*	3.40	3.40	-	-
Total (b)	1,901.54	1,905.32	188.47	332.78
Total (a+b)	4,961.54	4,965.32	188.47	332.78

*Fixed deposit of ₹ 3.40 Lakhs (previous year ₹ 3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority.

#Refer note 31B(i) (c)

** In relation to wheeling charges matter (as fully described in Note 31A (i)(b), during earlier years, the High Court of Himachal Pradesh directed the Company ("MPCL") to deposit ₹ 1,000 lakhs with the registry of the Court, which was deposited by MPCL on January 24, 2018. Thereafter, Hon'ble Supreme Court vide order dated July 22, 2019 directed MPCL to further deposit ₹ 1,816.75 lakhs which MPCL deposited on August 14, 2019. Also, the Company has payable balance to HPSEBL related to wheeling charges amounting ₹ 953.61 Lakhs as on March 31, 2021 which has been off setted by the Company against the aforementioned deposits as HPSEBL has withdrawn ₹ 1,000 lakhs from the High court of Himachal Pradesh (as it was permitted to do so). Net balance of ₹ 1,863.14 Lakhs (Previous year ₹ 1,866.92 lakhs) has been disclosed in other financial assets as on March 31, 2021.

7. OTHER ASSETS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
(i) Advances to employees	-	-	33.25	52.16
(ii) Prepaid expenses	14.70		148.03	145.73
(iii) Advances recoverable in cash or in kind				
- Unsecured considered good	-	-	68.40	96.46
- Unsecured considered doubtful	-	-	24.40	24.40
Less: Provision for doubtful advances	-	-	(24.40)	(24.40)
Total	14.70	-	249.68	294.35

8. INVENTORIES (LOWER OF COST AND NET REALIZABLE VALUE) (₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Stores and spares*	1,192.39	1215.82
Scrap	2.03	8.48
Total	1,194.42	1224.30

* Includes store lying with third parties ₹ 56 lakhs (previous year ₹ 50.51 lakhs)

9. TRADE RECEIVABLES (₹ in lakhs)

Particulars	Non-Current*		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Trade Receivables				
Unsecured, considered good	3,397.24	3,112.33	726.25	502.86
Unsecured, considered doubtful	316.68	316.68	316.68	316.68
Less : Provision for expected credit loss	(316.68)	(316.68)	(316.68)	(316.68)
	3,397.24	3,112.33	726.25	502.86

*The Company has receivables balance from HPSEBL for usage of transmission line amounting ₹ 475.39 Lakhs (Previous year ₹ 395.35 lakhs). The amount is fully recoverable which will be received once the matter will be finally disposed off. Also, refer Note 35 A (ii) and (iii).

Note : The average credit period for the Company's receivables from its generation and sale of power business is in the range of 5 to 7 days.

10. CASH AND CASH EQUIVALENTS (₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Balances with banks :		
- In Current Accounts	201.14	571.30
- In Deposit Accounts (with original maturity less than 3 months)	1,239.58	3,625.00
(b) Cash on hand	5.46	8.29
Total	1,446.18	4,204.59

11. BANK BALANCES (OTHER THAN CASH AND CASH EQUIVALENTS) (₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
(a) In Earmarked Accounts (Deposits kept as margin money)#	2,962.78	3,764.03
(b) In deposit account	3,511.00	1,490.00
Total	6,473.78	5,254.03

#Out of total margin money ₹ 2,414 lakhs (previous year ₹ 3,700 lakhs) held as margin money with IDBI Trustee for repayments of borrowings and balance held as security deposit with banks for non fund based limit.

12. TAX LIABILITIES/(TAX ASSETS) (₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Advance Income Tax (net of provisions of ₹ 9,850.99 lakhs, ₹ 10,436.40 lakhs in 2019-20)	(62.70)	(89.25)	-	-
Provision for Income Tax	-	-	260.03	332.15
Tax liabilities/(Tax Assets)	(62.70)	(89.25)	260.03	332.15

13. SHARE CAPITAL (₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Authorised		
16,00,00,000 (previous year 16,00,00,000) equity shares of ₹ 10 each	16,000.00	16,000.00
Issued, Subscribed and fully paid-up		
14,75,25,731 (previous year 14,75,25,731) equity shares of ₹ 10 each fully paid	14,752.57	14,752.57
Total	14,752.57	14,752.57

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the period

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Shares outstanding at the beginning of the year	147,525,731	14,752.57	147,525,731	14,752.57
Shares Issued during the period	-	-	-	-
Shares outstanding at the end of the period	147,525,731	14,752.57	147,525,731	14,752.57

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding / ultimate holding company and / or their subsidiaries / associates

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Bhilwara Energy Limited, the holding company	75,238,123	7,523.80	75,238,123	7,523.80

(d) Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	% Holding	No. of shares	% Holding
Name of the Share Holders				
Bhilwara Energy Limited	75,238,123	51.00%	75,238,123	51.00%
Statkraft Holding Singapore Pte Limited	72,287,608	49.00%	72,287,608	49.00%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

14. OTHER EQUITY

Share premium Account	(₹ in Lakhs)
Balance as at April 1, 2019	32,545.67
Additions during the year	-
Balance as at March 31, 2020	32,545.67
Additions during the year	-
Balance as at March 31, 2021	32,545.67
Retained earnings	(Rs. in lakhs)
Balance as at April 1, 2019	62,014.24
Profit for the year	8,607.55
Balance as at March 31, 2020	70,621.79
Profit for the year	4,154.03
Interim dividend paid during the year (Refer Note 39)	(2,065.36)
Balance as at March 31, 2021	72,710.46
Other Comprehensive Income	(Rs. in lakhs)
Balance as at April 1, 2019	(43.32)
Other comprehensive loss for the year, net of tax	(82.13)
Balance as at March 31, 2020	(125.45)
Other comprehensive profit for the year, net of tax	44.98
Balance as at March 31, 2021	(80.47)

Nature and Description of Reserve :

(i) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

15. NON-CURRENT BORROWINGS

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Secured-Measured at amortised cost		
Term loans		
(i) From banks (secured)	11,519.47	8,088.87
(ii) From financial institutions (secured)	15,582.59	28,815.29
Current Maturities of long term borrowings#	(4,500.79)	(3,835.33)
Total	22,601.27	33,068.83

Refer note 19

15.1 Additional Disclosures

(₹ in lakhs)

Particulars	Carrying Value As at March 31, 2021	Loan Maturity Date	Terms of repayment
In case of Holding Company			
ICICI Bank Limited	3,593.61	September 30, 2028	Balance loan amount is repayable in structured remaining 30 quarterly installments.
NIIF Infrastructure Finance Limited	4,666.48	March 31, 2027	Balance loan amount is repayable in structured remaining 24 quarterly installments.
In case of Subsidiary Company			
International Finance Corporation (Washington)	5,456.22	January 15, 2023	Balance loan amount is repayable in structured 8 quarterly installments
India Infradebt Limited - 2	1,511.67	August 31, 2027	Balance loan amount is repayable in structured in 28 quarterly installments.
NIIF Infrastructure Finance Limited	3,948.22	August 31, 2030	Balance loan amount is repayable in structured in 40 Structured installments.
IndusInd Bank Limited	7,925.86	August 31, 2027	Balance loan amount is repayable in 28 structured installments
Total	27,102.06		

In case of Holding Company

- (i) The Company has taken Indian Rupee term loans from ICICI Bank Limited carrying interest @ 7.15% per annum (previous year Nil) fixed for one year, thereafter floating rate of "I-MCLR-3M" which shall reset at the end of every 3 months and "Spread" at the end of every 1 year secured against the first pari passu mortgage of all immovable properties (excluding any forest land), charge by way of hypothecation of all borrower's movable fixed assets, both present and future, a first pari passu charge by way of hypothecation on all their book debts, both present and future and first pari passu charge on all the borrower's bank accounts.
- (ii) The Company has taken Indian Rupee term loans from NIIF Infrastructure Finance Ltd. carrying interest @ 9.65% per annum (previous Year @9.65%) fixed for 5 years secured against first mortgage and charge on the movable and immovable assets both present and future on pari passu basis.
- (iii) IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the above two lenders and the charge is jointly created in its favour.

In case of Subsidiary Company**(i) Term Loan from Bank :**

The Company has taken Indian Rupee term loans from IndusInd Bank Limited. The loan is carrying fixed interest @ 8.00% per annum from Aug 01, 2020 till July 31st, 2021, which was @ 9.15% per annum in previous year and upto July 31, 2020.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(iii) Term Loan from Financial Institutions:

- (i) Term loan from a financial institution (represents loan from IFC, Washington, also a minority shareholder) was taken during the financial year 2009-10 to 2011-12 fixed interest @ 10.18% to 11.50% per annum.

Secured by way of first charge and mortgage on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

- (ii) The Company had taken Indian Rupee term loans from NIIF Infrastructure Finance Limited carrying fixed interest @ 9.65% per annum fixed for 5 years.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

- (iii) The Company has taken Indian Rupee term loans from India Infradebt Ltd. Carrying interest @ 9.65% per annum (fixed for 5 years).

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

16. PROVISIONS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits				
Provision for gratuity (Refer Note 33.3)	-	-	1.28	134.91
Provision for compensated absences (Refer Note 33.3)	275.13	312.33	59.92	14.57
Total	275.13	312.33	61.20	149.48

17. DEFERRED TAX ASSETS / (LIABILITIES) (NET)

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
A. Tax effects of items constituting deferred tax liability:		
Property, plant & equipment	2,491.57	2,547.46
Total Deferred tax liabilities (A)	2,491.57	2,547.46
B. Tax effects of items constituting deferred tax assets:		
Others	(52.79)	(70.36)
MAT Credit entitlement	(1,736.01)	(2,457.00)
Total Deferred tax assets (B)	(1,788.80)	(2,527.36)
Net Deferred tax (assets)/ liabilities (A+B)	702.77	20.10

18. TRADE PAYABLES*

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Trade payables		
- total outstanding dues of micro and small enterprises	-	-
- total outstanding dues of creditors other than micro and small enterprises	1,174.28	1,055.64
Total	1,174.28	1,055.64

*No amount is required to be transferred to investor education and protection fund.

Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

19. OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Current maturities of long term borrowings (Refer note 15)	4,500.79	3,835.33
b) Sundry deposits	45.39	37.56
c) Interest accrued but not due on loan from financial institution	123.71	192.76
d) Capital Creditors	6.74	12.81
Total	4,676.63	4,078.46

20. OTHER LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Statutory liabilities	94.66	196.93
Advance received for tower rerouting work	80.88	114.82
Total	175.54	311.75

21. REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Revenue from power supply and transmission Income		
a) Revenue from power supply	24,179.83	30,082.45
b) Revenue from Transmission income	788.14	2,572.88
Revenue from Operations (Net)	24,967.97	32,655.33

22. OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Interest income		
i) Financial assets held at amortised cost		
- Interest on bank deposits	615.81	832.79
- Interest on employee loan	1.40	2.33
ii) Others		
- Interest on income tax refund	1.84	6.60
b) Others non operating income		
- Sale of Emission Reductions	354.02	96.63
- Insurance claim	445.21	64.94
- Miscellaneous income	268.98	66.27
c) Others gain and losses		
- Gain on disposal of property, plant and equipment	12.77	18.98
Total	1,700.03	1,088.54

23. EMPLOYEE BENEFITS EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Salaries, wages and bonus	2,273.72	2,349.63
b) Contribution to provident and other funds (Refer Note 33.1)	116.84	125.08
c) Gratuity expenses (Refer Note 33.3)	56.30	35.75
d) Compensated Absences expenses (Refer Note 33.3)	17.42	72.02
e) Workmen and staff welfare expenses	87.23	121.48
Total	2,551.51	2,703.96

24. FINANCE COSTS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Interest cost		
- Interest on term loans	3,195.03	4,325.72
- On debentures	-	49.57
- Interest on delayed payment of Income Tax	28.74	-
b) Other Borrowing cost		
- Financial and Bank charges	555.73	26.80
Total	3,779.50	4,402.09

25. DEPRECIATION AND AMORTISATION EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Depreciation on property, plant and equipment	5,820.53	6,474.75
b) Amortisation of intangible assets	18.14	9.36
Total	5,838.67	6,484.11

26. OTHER EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Consumption of stores and spares	687.79	789.68
Rent	64.39	59.01
Power and fuel	124.38	123.37
Repair and maintenance		
- Civil work	166.06	209.23
- Buildings	20.07	22.62
- Plant and machinery	435.10	398.03
- Others	32.83	38.07
Rates and taxes	1.15	2.31
Insurance	431.87	393.01
Payment to auditor (Refer Note (1) below)	35.43	35.52
Communication costs	9.78	10.23
Printing and stationery	5.59	5.32
Travelling and conveyance	68.69	92.89
Membership fees and subscriptions	17.48	4.55
Legal and professional fees	358.35	358.84
Social welfare expenses	20.48	45.55
CSR expenses (Refer Note (2) below)	239.20	258.18
Security arrangement expense	156.79	141.46
Vehicle running & hiring expenses	90.75	93.17
Miscellaneous expenses	316.94	253.30
Total	3,283.12	3,334.34

Notes:**(1) Payment to Auditors:**

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
- Fees for Statutory Audit	25.37	25.37
- Fees for Limited Review	8.85	8.85
- Fees for certification	-	0.53
- For reimbursement of expenses	1.21	0.77
Total	35.43	35.52

(2) Corporate social responsibility expenditure

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Amount required to be spent as per Section 135 of the Act	234.85	186.88
b) Amount spent during the year on:		
(i) Construction/Acquisition of any asset	9.61	55.53
(ii) On purposes other than (i) above	101.59	169.78
Total	111.20	225.31

Amount unspent during the year is ₹ 128 lakhs (Previous year ₹ Nil)

27. INCOME TAX EXPENSE**a) Income tax recognised in profit and loss**

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Current tax	1,624.73	2,143.69
b) Deferred tax	(44.15)	1,075.91
c) Tax related to earlier years	208.45	-
Total Income tax expenses recognised in the current year	1,789.03	3,219.60

b) The income tax expense for the year can be reconciled to the profit before tax as follows:

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Accounting profit before tax from continuing operations	6,203.29	12,169.95
Accounting Profit before Income Tax	6,203.29	12,169.95
At India's statutory income tax rate of 29.12% (Previous year 29.12%)	1,806.40	3,543.89
Tax effect of depreciation and expenses that are not deductible for determining taxable profits	(243.12)	(50.40)
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(61.85)	(4.08)
Prior year tax effect on deferred tax liability	-	9.82
Total income tax expense	1,501.43	3,499.23
Less: Set off of carried forward unabsorbed depreciation in subsidiary company	(410.09)	(905.44)
Net Income tax expense	1,091.35	2,593.79
Add: MAT on book profits of subsidiary Company	489.23	625.81
Tax related to prior years	208.45	-
Income tax expenses reported in the Statement of Profit and Loss	1,789.03	3,219.60

(c) Items on which DTA has not been created

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Unabsorbed depreciation brought/carried forward	6,121.93	6,100.51
Provision for employee benefits	47.86	-
MAT credit entitlement	1,809.87	1,320.64
	7,979.67	7,421.15

28. EARNINGS PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Basic and diluted earning per share (A/B)	2.82	5.83
Profit for the year attributable to owners of the Company (₹ in lakhs) (A)	4,154.03	8,607.55
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of share in lakhs) (B)	1,475.26	1,475.26

29. SEGMENT REPORTING

The Group's activities involves generation of hydro power. Also, the Group generates income from usage of its owned transmission line. Considering the nature of Group's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the consolidated financial statements.

30. THE DETAILS OF SUBSIDIARY COMPANY I.E. AD HYDRO POWER LIMITED IS AS FOLLOWS :

Name of the entity	Country of Incorporation	Nature	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
			% of Consolidated Net Assets	Amount (₹ in lakhs)	% of Consolidated profit or loss	Amount (₹ in lakhs)	% of Consolidated Comprehensive Income	Amount (₹ in lakhs)	% of Consolidated Comprehensive Income	Amount (₹ in lakhs)
Malana Power Company Limited	India	Parent	19.12%	23,977.34	19.29%	851.35	28.83%	14.18	19.39%	865.53
AD Hydro Power Limited	India	Subsidiary	76.46%	95,950.89	74.82%	3,302.68	62.63%	30.80	74.68%	3,333.48
International Finance Corporation	USA	Minority Interest	4.43%	5,560.23	5.90%	260.23	8.54%	4.20	5.92%	264.43
Total			100%	125,488.46	100%	4,414.26	100%	49.18	100%	4,463.44

31 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTEND NOT PROVIDED FOR)**A. With respect to the Parent :****(i) Contingent Liabilities**

- (a) In respect of assessment years 2009-10 to 2014-15, the Assessing Officer (AO) had raised demands aggregating to ₹ 213.87 lakhs. The demand was based on disallowance of expenses under section 14A of the Income-tax Act, 1961 under MAT computation. The AO disallowed proportionate amount of deduction under section 80-IA stating that the investments made by the Company in the subsidiary is capable to earn exempted dividend income. Further, AO disallowed and denied Company's claim to treat the income from carbon credit as capital receipts. Based upon the favourable order passed by the Income tax authorities in the past in certain assessment year's appeal proceedings at the level of High court and ITAT, the Company is of the view that the above said demands are not tenable and hence no provision is required in the financial statements.
- (b) On April 27, 2019, the Company received a provisional net demand of ₹ 8,069 lakhs in relation to wheeling charges for the period April 01, 2008 to March 31, 2019 from Himachal Pradesh State Electricity Board Limited (HPSEBL) based on an order passed by the Himachal Pradesh Electricity Regulatory Commission (HPERC), which in the opinion of the Company is not in accordance with the agreement entered between the Company and HPSEB (now HPSEBL) in August 1999. In this regard, the Company has paid under protest an amount of ₹ 2,817 lakhs. Based on the legal opinion obtained, the Company is of the view that demand is not legally tenable and would not result in any material liability on the Company for the period on or before March, 2019 and accordingly has filed an appeal before Appellate tribunal (APTEL), Electricity at New Delhi, which is pending adjudication with APTEL. The next date for hearing is scheduled for May 24, 2021.
- (c) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952. Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company for the previous periods, if any, cannot be ascertained.

(d) Financial Guarantee

The Company has provided Corporate/Default Guarantee to FIs/Banks for the loans extended by them to AD Hydro Power Limited (subsidiary company).

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
a) The amount of outstanding loans covered by such guarantees	18,866.61	22,283.22
b) Under the terms of the said guarantee the maximum amount for which the company may be contingently liable during the next 12 months	3,309.47	3,416.66

(ii) Commitments

- a) The Company has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) for 40 years to wheel or transfer energy from Bajaura sub station to Nalagarh (i.e. interstate point - substation of Powergrid Corporation of India limited) at agreed price with the commitment to provide 20% of the deliverable energy at free of cost to HPSEB.
- b) At March 31, 2021, the Company has committed for non-disposal of its investment in subsidiary AD Hydro Power Limited to its lenders (similar commitment was there in the previous year also).
The Company does not have any long term commitments of material non-cancellable contractual commitments/ contracts including derivatives contract for which there were any material foreseeable losses.

B. With respect to the Subsidiary Company:**(i) Contingent Liabilities**

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Claims against the Company not acknowledged as debt:		
Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	1,459.58	1,459.58
Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	99.75	99.75
Demand of lease rentals by Himachal Pradesh Govt. for diverted forest land (refer note (d) below)	-	-

* Company believes that these claims/demands are not probable to be decided against the Company and therefore, no provision for the above is required.

Notes:

- (a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ₹ 1,459.58 lakhs on the Company under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 01, 2005 to July 31, 2012. The Company is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e from the date when the rules were notified and up to the date when factory license was granted to the Company). In view of this, there is no question of payment of Cess prior to December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on the Company's view has been already paid. The Company had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (b) During 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ₹ 1,427 lakhs on the Company towards local area development fund (LADF). The amount was determined considering 1.5% of the final cost of the project of the Company of ₹ 1,60,700 lakhs (after considering the expenses already incurred by the Company of ₹ 984 lakhs). The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of the Company i.e. ₹ 92,200 lakhs in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the Company aggregating to ₹ 1,423 lakhs. Had these been considered/computed appropriately, the above demand would not arise. Management is of the view that the Company has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (c) The Department of Fisheries vide letter dated January 04, 2013 directed the Company to pay an amount of ₹ 99.75 lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. Management is of the view that the Company is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required.

The Company has filed a writ petition in High Court of Himachal Pradesh and is contesting the same on the ground that the streams identified in respect of ADHPL project are not covered in the negative list issued by Fisheries Department. The Company has deposited under protest an amount of ₹ 35 lakhs as per interim order of High Court of Himachal Pradesh. The Hon'ble High Court of Himachal Pradesh has granted stay on the said demand.

- (d) The Company is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the Company is remote and thus these cases will not have any material impact on the financial statements and no provision is required.

- (e) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952.

Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company for the previous periods, if any, cannot be ascertained.

(ii) Commitments

- a) The Company had entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. The Company has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss. Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), the company shall provide 12% of its deliverable energy free of cost to GOHP.
- b) The Company has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The Company does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

32 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – “Related Party Disclosures” are as follow:

a) Names of related parties and description of relationship

Description of relationship	Name of related party
Holding Company	Bhilwara Energy Limited
Enterprise having significant influence over the company	Statkraft Holding Singapore PTE Limited
Fellow Subsidiary Companies	Indo Canadian Consultancy Services Limited
Key Management Personnel*	i) Mr. Ravi Jhunjhunwala (Director) ii) Mr. R.P. Goel, Whole Time Director (Cessation w.e.f. November 28, 2019) iii) Pankaj Kapoor (Manager) (Appointed w.e.f. February 04, 2020)
Relatives of key management personnel	i) Mrs. Rita Jhunjhunwala (wife of the Chairman & Managing Director) ii) Mr. Riju Jhunjhunwala (son of the Chairman & Managing Director) iii) Mr. Rishabh Jhunjhunwala (son of the Chairman & Managing Director)
Enterprises owned or significantly influenced by key management personnel or their relatives	i) HEG Limited, ii) Rajasthan Spinning & Weaving Mills Limited (“RSWM Limited”) iii) Statkraft Markets Private Limited
Employee benefit funds	i) Malana Power company Limited Employees Gratuity Trust ii) Malana Power company Limited Sr. Executive Company Superannuation Scheme Trust iii) AD Hydro Power Limited Employees Gratuity Trust iv) AD Hydro Power Limited Sr. Executive Company Superannuation Scheme Trust

* Additional related parties identified as per Companies Act, 2013

Executive Director, CEO and CFO	Mr. O P Ajmera
Company Secretary	Mr. Arvind Gupta

b) Names and details of transaction of related parties during the year are as follows:

Transaction with related parties Nature of Transaction	Holding Company/ Enterprises having significant influence over the Company		Subsidiary/Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprise over which key management personnel /relative having significant influence		Trust Under Common Control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year												
(i) Rent Paid												
a) Mrs. Rita Jhunjhunwala	-	-	-	-	-	-	19.16	18.42	-	-	-	-
b) Mr. Rishab Jhunjhunwala	-	-	-	-	-	-	18.59	17.88	-	-	-	-
c) Mr. Riju Jhunjhunwala	-	-	-	-	-	-	18.59	17.88	-	-	-	-
d) RSWM Limited	-	-	-	-	-	-	-	-	16.71	28.65	-	-
(ii) Consultancy service charges paid to Indo Canadian Consultancy Services Limited	-	-	20.70	7.27	-	-	-	-	-	-	-	-
(iii) Remuneration paid to												
a) Mr. Ravi Jhunjhunwala	-	-	-	-	219.11	247.51	-	-	-	-	-	-
b) Mr. R.P. Goel	-	-	-	-	-	29.63	-	-	-	-	-	-
c) Mr. O.P. Ajmera	-	-	-	-	218.06	240.80	-	-	-	-	-	-
d) Mr. Pankaj Kapoor	-	-	-	-	30.24	4.79	-	-	-	-	-	-
e) Mr. Arvind Gupta	-	-	-	-	19.88	19.68	-	-	-	-	-	-
(iv) Reimbursement of expenses paid to:												
a) HEG Limited	-	-	-	-	-	-	-	-	5.27	3.63	-	-
b) RSWM Limited	-	-	-	-	-	-	-	-	9.58	20.63	-	-
c) Bhilwara Energy Limited	0.57	12.10	-	-	-	-	-	-	-	-	-	-
(v) Reimbursement of expenses recovered from:												
a) Bhilwara Energy Limited	72.36	73.04	-	-	-	-	-	-	-	-	-	-
(vi) Professional expenses paid to:												
Statkraft Market Pvt Ltd	74.43	100.54	-	-	-	-	-	-	-	-	-	-
(vii) Contribution made in Trust:												
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	50.71	34.92
b) Malana Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	7.12	6.96
c) AD Hydro Power Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	-	-	34.32
d) AD Hydro Power Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	3.69	1.50

Transaction with related parties										(₹ in Lakhs)	
Nature of Transaction	Holding Company/ Enterprises having significant influence over the Company	Subsidiary/Fellow subsidiary Company		Key Management Personnel		Relative of Key Management Personnel		Enterprise over which key management personnel /relative having significant influence		Trust Under Common Control	
		Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
viii) Benefits paid on behalf of Trust:											
a) Malana Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	4.68	11.10
b) AD Hydro Power Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	12.68	20.42
c) AD Hydro Power Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	-	18.50
Balances Receivable:											
a) Statkraft Market Private Limited	186.51	100.69	-	-	-	-	-	-	-	-	-
b) Bhilwara Energy Limited	2.46	23.65	-	-	-	-	-	-	-	-	-
c) Loan given to Mr.OP Ajmera	-	-	-	-	5.00	20.00	-	-	-	-	-
Balances Payable:											
a) Commission payable to Mr. Ravi Jhunjhunwala	-	-	-	-	51.48	87.05	-	-	-	-	-
b) Mrs. Rita Jhunjhunwala	-	-	-	-	-	-	1.41	-	-	-	-
c) Mr. Rishab Jhunjhunwala	-	-	-	-	-	-	1.37	-	-	-	-
d) Mr. Riju Jhunjhunwala	-	-	-	-	-	-	1.37	-	-	-	-
e) Statkraft Market Private Limited	-	-	-	-	-	-	-	-	-	-	-
f) Indo Canadian Consultancy Services Limited	-	-	-	-	-	-	-	-	-	-	-
Guarantees given by holding Company to subsidiary Company:											
To the lenders of AD Hydro Power Limited in favour of IDBI Trustee acting as security trustee for senior lenders of AD Hydro Power Limited for the maximum amount for which the Company may be contingently liable during next 12 months.	-	-	3,309.47	3,416.66	-	-	-	-	-	-	-

* Remuneration paid does not include provision made for compensated absences and gratuity as the same are determined for the Company as a whole.

c) Compensation of Key Management Personnel										(₹ In lakhs)	
Particulars	As at March 31, 2021					As at March 31, 2020					Total
	CMD	WTD	ED, CEO & CFO	CS	Manager	Total	CMD	WTD	ED, CEO & CFO	CS	Manager
Mr. Ravi Jhunjhunwala	207.84	Mr. R P Goel	Mr. O P Ajmera*	Mr. Arvind Gupta	Mr. Pankaj Kapoor		Mr. Ravi Jhunjhunwala	Mr. R P Goel	Mr. O P Ajmera*	Mr. Arvind Gupta	Mr. Pankaj Kapoor
Short Term Benefit#	11.27	-	205.86	17.87	28.86	460.43	236.67	29.63	228.60	17.67	4.57
Defined Contribution Plan	219.11	-	218.06	19.88	30.24	487.29	10.84	-	12.20	2.01	0.22
Total							247.51	29.63	240.80	19.68	4.79

* out of total remuneration paid to Mr. O P Ajmera, ₹ 66.07 lakhs (Previous year ₹ 66.60 lakhs) has been recovered from Bhilwara Energy Limited.

excludes post-employment benefits and other long term employee benefits which is provided in the financial statements on the basis of actuarial valuation.

33 EMPLOYEE BENEFIT PLAN

33.1 Defined contribution plan

i) Superannuation Fund

The Group makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Group. The Group does not carry any further obligations, apart from the contributions made on a monthly basis. The Group has recognized ₹ 9.31 lakhs (previous year ₹ 10.12 lakhs) in the Consolidated statement of profit and loss account. (Refer Note 23)

ii) Provident Fund

The Group makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme the group is required to contribute a specified percentage of the payroll costs to fund the benefits. The group recognized ₹ 116.84 lakhs (previous year ₹ 125.08 lakhs) in the Consolidated statement of profit and loss account. (Refer note 23)

33.2 Details of defined benefit plan and long term employee benefit plan

i) Gratuity Fund

The Group has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the group. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognized insurer managed funds in India. The group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

33.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:

i) Current and Non – Current classification in Balance Sheet (₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	59.92	275.14	335.06	14.57	312.33	326.90
Gratuity:						
- Present value of funded defined benefit obligation	-	-	646.46	-	-	622.19
Fair value of plan assets	-	-	686.04	-	-	486.77
Net defined benefit obligation recognized in balance sheet/ (surplus in gratuity fund)	(39.58)	-	(39.58)	135.42	-	135.42

ii) Movement in fair value of gratuity and compensated absences (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Present value of obligation as at the beginning of the period	601.98	474.25	326.90	257.67
Interest Cost	40.64	36.94	22.06	20.07
Current Service Cost	35.24	31.97	22.64	24.36
Benefits Paid	(17.37)	(11.30)	(4.63)	(2.79)
Acquisition/(Divestiture)	-	-	-	-
Actuarial (Gain)/Loss on obligation	(14.02)	90.33	(31.93)	27.59
Present value of obligation as at the End of the period	646.46	622.19	335.06	326.90

iii) The amounts recognized in the Profit and Loss account (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Service Cost	35.23	31.97	22.66	24.36
Net Interest Cost	21.07	3.78	22.07	20.07
Remeasurements	-	-	(27.30)	27.59
Expense recognized in the Statement of Profit and Loss	56.30	35.75	17.42	72.02

iv) Amount recorded as Re-measurement (Gain) / Loss in Other Comprehensive Income (OCI) (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2021	As at March 31, 2020
Net cumulative unrecognized actuarial gain/(loss) opening	-	-
Actuarial (gain) / loss for the year on PBO	28.08	90.33
Actuarial (gain) /loss for the year on Asset	(5.21)	9.35
Defined benefit (gain) /loss cost recognized in other comprehensive income	22.88	99.67

v) Movement in the fair value of plan assets (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2021	As at March 31, 2020
Fair value of plan assets at the beginning of the year	486.78	425.22
Expected return on plan assets	81.74	33.17
Employer contribution	134.91	69.24
Benefits paid	(17.38)	(31.51)
Actuarial Gain/(Loss) on Asset	-	(9.35)
Fair value of plan assets at the end of the year	686.04	486.77

vi) Major categories of plan assets (as percentage of total plan assets) (₹ in Lakhs)

Particulars	Gratuity	
	As at March 31, 2021	As at March 31, 2020
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer *	100%	100%
Bank Balance	-	-
Total	100%	100%

* In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

vii) Principal Actuarial Assumptions (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
i) Discounting Rate	6.80	6.75	6.80	6.75
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60.00	60.00	60.00	60.00
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)		100% of IALM (2012 - 14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 Years	3.00	3.00	3.00	3.00
From 31 to 44 years	2.00	2.00	2.00	2.00
Above 44 years	1.00	1.00	1.00	1.00

Note:

- (a) Discount rate is based on the prevailing market yields of Govt. of India Securities as at Balance Sheet date for the estimated term of the obligations.
- (b) The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

(₹ in Lakhs)	
Particulars	Gratuity
a) Impact of the change in discount rate	
Present Value of Obligation at the end of the period	647.98
Impact due to increase of 0.50%	(25.10)
Impact due to decrease of 0.50%	27.04
b) Impact of the change in salary increase	
Present Value of Obligation at the end of the period	647.98
Impact due to increase of 0.50%	27.26
Impact due to decrease of 0.50%	(25.52)

Note:

- (a) Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- (b) Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

ix) Maturity Profile of defined benefit obligation

(₹ in Lakhs)	
Expected Cash flows for next 10 years	Gratuity
0 to 1 Year	171.24
1 to 2 Year	16.23
2 to 3 Year	44.19
3 to 4 Year	8.90
4 to 5 Year	22.20
5 to 6 Year	9.70
6 Year onwards	375.51

34 In respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the Company had bid and paid an upfront premium of ₹ 6,120 lakhs, the Group has decided to shelve off the project as the State Hydro Power Policy is not aligned with Ministry of Environment and Forest (MOEF) Policy of Government Of India which prohibits the implementation of a hydro power project in wild life /eco sensitive zone areas. In view of this, the Group has filed a full amount of refund claim along with interest as per the terms and conditions of the pre-implementation agreement. Based upon the management's assessment, the amount is fully recoverable and the Group is regularly following up with the Government of Himachal Pradesh. The provision of 50% of ₹ 3,060 lakhs has been recorded out of abandoned caution in earlier years. However, the same shall be written back at the time of receipt of refund by the company. No further provision is considered necessary by the management.

35 OTHER MATTERS

A. With respect to the Subsidiary Company:

(i) Impairment of Property, Plant and Equipment's

As on March 31, 2021, the Company has net worth of ₹ 1,01,511.12 lakhs (Previous Year ₹ 44,131.60 lakhs) and has accumulated losses of ₹ 9,680.05 lakhs as at March 31, 2021. Based on nancial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that prots will continue to accrue on account of expected increase in tariff and hence no adjustments are required to the carrying amount of property, plant and equipment on account of impairment and the Company will have sufficient cash flow to meets its future obligations.

(ii) Dispute related to parties using the transmission line

On October 17, 2019, the Central Electricity Regulatory Commission (CERC) passed an Order on the Dedicated Transmission System of AD Hydro Power Limited (subsidiary company) for using the transmission line for transmitting the energy in which CERC stated the following:(a) With regards to transmission charges, CERC approved the capital cost of Dedicated Transmission System at ₹ 23,892 lakhs as against the capital cost submitted by the Company of ₹ 41,661 lakhs (on the date of COD)/ ₹ 45,284 lakhs (with additional capitalization) and accordingly determined the annual fixed cost (Transmission Tariff) for using transmission line for the period 2011-12 to 2018-19. The Company has estimated an amount aggregating to ₹ 9,668.08 lakhs being additional amount invoiced over and above the amount which should have been invoiced based on capital cost and fixed cost

determined by CERC for the above stated period for three parties using the transmission line. The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations ("regulations") for the period 2009-14 and 2014-19 and Electricity Act, 2003.

With respect to matter detailed in (a) above, the Company had filed an appeal against the CERC Order before Appellate Tribunal for Electricity (APTEL) in October 2019. APTEL vide Order dated October 17, 2019 stayed the CERC's order so far as raising adjustment of previously raised bills were concerned along with the direction to continue to issue the future bills in accordance with the CERC Order till the appeal is finally disposed-off. The Respondents were directed to pay charges in terms of the order for use of the transmission line of ADHPL. The Company has accordingly started raising the invoices based on the CERC order effective 18th October, 2019 and recognized as transmission income. Accordingly, trade receivables aggregating to ₹ 3,504.85 lakhs are considered good and fully recoverable and in the opinion of the Management no provision is required towards amount already collected from the users of Dedicated Transmission Line till March 31, 2021 aggregating to ₹ 6,163.23 lakhs.

Pending litigation and final decision on the appeal by APTEL, the Management, based on the legal opinion, is of the view that the above CERC Order is not legally tenable and would not have any material liability on the Company. (b) With regards to transmission losses, CERC directed to share the losses between the parties using the transmission line on the basis of weekly average losses in proportion to the scheduled energy on weekly basis instead of a flat charge of 4.75% charged by the Company as per the Interim Power Transmission Agreement (IPTA) signed between parties and accordingly directed the Northern Regional Load Despatch Centre (NRLDC) to re-compute the same which is presently under stay. However, the management is confident that the actual transmission losses to be computed by NRLDC would not be materially different in comparison with current flat charge of 4.75% and there would not be any material impact on the financial statements.

(iii) Dispute with Himachal Pradesh State Electricity Board Limited (HPSEBL)

Himachal Pradesh State Electricity Board Limited (HPSEBL) had withheld an amount of ₹ 316.68 lakhs on account of energy not supplied to them because of shut down of plant on date August 20, 2010. The Company initiated the arbitration proceedings to the recover the said amount. In 2015, the Hon'ble Arbitrator had decided the matter in favour of HPSEBL against which the Company has preferred an appeal before the Hon'ble High Court of Shimla. Currently the matter is under adjudication. The management is of the view that it had already informed HPSEB about the shut down as the schedule was given of Nil power for the period of shut down, therefore the claim of HPSEB is not legally tenable. However the entire receivable of ₹ 316.68 lakhs has been provided by the Company in the earlier years.

36 FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2021 and March 31, 2020.

II Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

(i) Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Variable rate borrowings	3,593.61	3,703.22
Fixed rate borrowings	23,508.45	33,200.94
Total	27,102.06	36,904.16

(ii) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarises the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2021 and March 31, 2020.

Particulars	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Effect on Profit if Interest Rate - decrease by 25 basis points	2.28	9.45
Effect on Profit if Interest Rate - increases by 25 basis points	(2.28)	(9.45)

b) Price risk

The Group is not exposed to any price risk as there is no investment in equities outside the Group and the Group doesn't deal in commodities.

(c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the group. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Group periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Group considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

Expected Credit Loss (ECL) for financial assets

(₹ in Lakhs)

Financial assets to which loss allowance is measured using lifetime / 12 months Expected credit loss(ECL)	As at March 31, 2021			As at March 31, 2020		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Loan to Employees	65.95	-	65.95	87.45	-	87.45
Security deposit	11.36	-	11.36	11.36	-	11.36
Advance for Bara Banghal project	6,801.84	3,741.84	3,060.00	6,801.84	3,741.84	3,060.00
Advance recoverable from HPSEBL	1,863.14	-	1,863.14	1,866.92	-	1,866.92
Trade receivables	4,440.17	316.68	4,123.49	3,931.87	316.68	3,615.19
Cash and Cash Equivalents	1,446.18	-	1,446.18	4,204.59	-	4,204.60
Bank Balance	6,473.78	-	6,473.78	5,254.03	-	5,254.03
Others	226.87	-	226.87	371.18	-	371.18
Total	21,329.29	4,058.52	17,270.77	22,529.24	4,058.52	18,470.73

The group is in the power generation sector. The group on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers which are state government run power utility majors. Hence the group has not provided for any discounting on time value of money.

Movement in expected Credit loss allowance

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year - Trade receivable	316.68	316.68
- Advance for Bara Banghal project	3,741.84	3,741.84
Add : Provision for expected credit loss recognize during the year	-	-
Less : Provision reverse during the year	-	-
Balance at the end of the year	4,058.52	4,058.52

(d) Liquidity risk

Liquidity risk is defined as the risk that group will not be able to settle or meet its obligation on time or at a reasonable price. The Group's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the group's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Lakhs)

As at March 31, 2021	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	4,500.79	7,703.50	14,897.77	27,102.06
Trade payables	1,174.76	-	-	1,174.76
Interest accrued but not due on loan from financial institution	123.71	-	-	123.71
Capital Creditors	6.74	-	-	6.74
Sundry Deposits	45.39	-	-	45.39

(₹ in Lakhs)

As at March 31, 2020	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	3,851.22	10,854.95	22,197.99	36,904.16
Trade payables	1,055.64	-	-	1,055.64
Interest accrued but not due on loan from financial institution	192.76	-	-	192.76
Capital Creditors	12.81	-	-	12.81
Sundry Deposits	37.56	-	-	37.56

37 CAPITAL MANAGEMENT**(a) Risk management**

The Company's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during 2018-19 and 2019-20 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Net Debt	11,514.01	32,699.56
Total Equity	125,488.46	117,794.58
Net Debt to Equity Ratio	0.09	0.28

38 FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in lakhs)

particulars	As at March 31, 2021				As at March 31, 2020			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Loan to Employees	-	-	65.95	65.95	-	-	87.45	87.45
Security deposit	-	-	11.36	11.36	-	-	11.36	11.36
Advance for Bara Banghal project	-	-	3,060.00	3,060.00	-	-	3,060.00	3,060.00
Advance recoverable from HPSEBL	-	-	1,863.14	1,863.14	-	-	1,866.92	1,866.92
Trade receivables	-	-	4,123.49	4,123.49	-	-	3,615.19	3,615.19
Cash and Cash Equivalents	-	-	1,446.18	1,446.18	-	-	4,204.60	4,204.60
Bank Balance	-	-	6,473.78	6,473.78	-	-	5,254.03	5,254.03
Others	-	-	226.87	226.87	-	-	371.18	371.18
Total financial assets	-	-	17,270.77	17,270.77	-	-	18,470.73	18,470.73
Borrowings	-	-	27,102.06	27,102.06	-	-	36,904.16	36,904.16
Trade Payables	-	-	1,174.76	1,174.76	-	-	1,055.64	1,055.64
Interest accrued but not due on loan from financial institution	-	-	123.71	123.71	-	-	192.76	192.76
Capital Creditors	-	-	6.74	6.74	-	-	12.81	12.81
Sundry deposit	-	-	45.39	45.39	-	-	37.56	37.56
Total financial liabilities	-	-	28,452.66	28,452.66	-	-	38,202.93	38,202.93

- 39 The Board of Directors of the Company in its meeting held on February 02, 2021 had declared an interim dividend of ₹ 1.40 per equity share of face value ₹ 10 per share amounting to ₹ 2,065.36 lakhs.
- 40 Effective April 01, 2019, the Group adopted Ind AS 116 “Leases”, applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 4,155.47 lakhs as at April 01, 2019 as disclosed in Note 3.
- 41 The Ministry of home affairs issued Order No.40-3/2020 dated March 24, 2020, notified electricity among the essential services in its guidelines which continued to operate during lock down in the crises situation of COVID-19, declared as pandemic by World Health Organization. The Group’s business being generation and sale of electricity is covered under essential services which is least impacted due to COVID-19. The Group believes that so far, there is no significant impact of COVID-19 pandemic on the financial position and performance of the Group. Further, the Group is not expecting any significant change in estimates as of now as the Group is running its business and operations as usual without any major disruptions.
- 42 Previous year’s figures have been regrouped / reclassified wherever necessary to correspond with the current year’s classification / disclosure.

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No.:- F7690

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part “A”: Subsidiaries

(Information in respect of each subsidiary to be presented with amounts Rs.in lakh)

S.No.	Particulars	Details
1	Name of the subsidiary	AD Hydro Power Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 1, 2020 to March 31, 2021
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	-
4	Share capital	56,015.28
5	Reserves & surplus	(9,680.05)
6	Total assets	136,433.53
7	Total Liabilities	90,098.30
8	Investments	Nil
9	Turnover	17,619.89
10	Profit before taxation	2,657.86
11	Provision for taxation	489.23
12	Profit after taxation	2,168.63
13	Proposed Dividend	Nil
14	% of shareholding	88%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations - not applicable
- Names of subsidiaries which have been liquidated or sold during the year. - not applicable

Part “B”: Associates and Joint Ventures is not applicable

For and on behalf of the Board of Directors of
MALANA POWER COMPANY LIMITED

Ravi Jhunjunwala
Chairman and Managing Director
DIN:- 00060972

O.P. Ajmera
Executive Director, CEO and CFO
DIN:- 00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:- 03516721

Arvind Gupta
Company Secretary
M.No:- F7690

ANNUAL REPORT
OF



AD HYDRO POWER LIMITED

CIN : U40101HP2003PLC026108

CORPORATE INFORMATION

CHAIRMAN - EMERITUS

Mr. L. N. Jhunjhunwala

CHAIRMAN & DIRECTOR

Mr. Ravi Jhunjhunwala

DIRECTORS

Mr. Om Prakash Ajmera, Director, CEO & CFO

Dr. Kamal Gupta

Mr. Tantra Narayan Thakur

Ms. Tima Iyer Utne

Mr. Rahul Varshney

KEY EXECUTIVES

Mr. Pankaj Kapoor, Manager Cum Plant In-Charge(Operations)

Mr. R.K. Khaitan, Vice President

COMPANY SECRETARY

Mr. Arvind Gupta

STATUTORY AUDITORS

M/s. Deloitte Haskins & Sells LLP, Gurgaon

INTERNAL AUDITORS

M/s Ashim & Associates,

Chartered Accountants,

New Delhi

FINANCIAL INSTITUTIONS / BANKERS

International Finance Corporation - Washington

IndusInd Bank Limited

NIIF Infrastructure Finance Limited

India Infradebt Limited

IDBI Trusteeship Services Limited

REGISTERED OFFICE

Village Prini, P. O. Jagat Sukh, Tehsil - Manali

Distt. Kullu (H.P.) - 175 143

Phone : 01902-250183 / 184

Fax : 01902 - 251798

CORPORATE OFFICE

Bhilwara Towers

A-12, Sector - 1

Noida - 201 301 (NCR - Delhi)

Phone : 0120 - 4390000 (EPABX)

Fax : 0120 - 4277841

Website : www.adhydropower.com

LIAISON OFFICE

Bhilwara Bhawan

40-41, Community Centre

New Friends Colony

New Delhi - 110 025

Phone : 011-26822997

CIN: U40101HP2003PLC026108

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2020-21

To The Members

AD Hydro Power Limited

The Board of Directors of the Company are pleased to present their Eighteenth Annual Report on the business and operations of the Company and audited financial statements for the year ended 31st March, 2021 together with the Auditors' Report.

1. FINANCIAL PERFORMANCE

(₹ in millions)

Particulars	For the financial year ended	
	31st March 2021	31st March 2020
Revenue from operations	1,761.99	2,339.98
Other Income	134.14	83.48
Total Revenue	1,896.13	2,423.46
Operating and Administrative Expenses	705.46	699.28
Operating Profit before Interest, Depreciation & Tax	1,190.67	1,724.18
Depreciation & Amortization Expenses	538.57	604.40
Profit/ (Loss) before finance costs and Exceptional Items and Tax	652.10	1,119.78
Finance Costs	386.32	771.54
Exceptional Items	-	-
Profit/(Loss) before tax	265.78	348.25
Tax Expenses	48.92	62.58
Net Profit/(Loss)	216.86	285.67
Other Comprehensive Income	3.50	(6.70)
Total Comprehensive Income/ (Loss) for the year	220.36	278.96
Surplus brought forward from previous year	(1,188.37)	(1,467.33)
Balance available for appropriation	220.36	278.96
Balance Carried to Balance Sheet	(968.01)	(1,188.37)
Earnings Per Share (in Rs.)		
i) Basic	0.39	0.51
ii) Diluted	0.39	0.51

OVERALL PERFORMANCE AND THE STATEMENTS OF AFFAIRS OF THE COMPANY ARE AS UNDER:

The Company recorded revenue from operations of ₹ 1,761.99 million during the financial year 2020-21 as compared to ₹ 2,339.98 million in the previous financial year. The Net profit during the financial year 2020-21 was at ₹ 216.86 million as compared to net profit of ₹ 285.67 million in the previous financial year. The generation during the year stood at 640.51 Million kWh in the financial year 2020-21 as compared to 758.67 Million kWh in the previous financial year 2019-20.

NOTE ON COVID-19

The World Health Organization (WHO) had officially declared the outbreak of COVID-19 a pandemic in March 2020, after the disease caused by the new coronavirus

spread to more than 100 countries and led to tens of thousands of cases within a few months.

The Members may kindly take note that the Ministry of Home Affairs, Government of India had issued Order No.40-3/2020 dated 24.03.2020, notifying electricity among the essential services in its guidelines. This allowed power companies in India to operate during lock down in the crisis situation of COVID-19, declared as pandemic by World Health Organization.

Therefore, ADHPL Plant continued its operation at all times during lockdown period after complying with the guidelines issued by the Central and State Govt. Also the Company also did not expect any significant change in the accounting estimates as the Company continued to run its business and operations as usual without any major disruptions. The Members may kindly take note of this.

2. DIVIDEND

Keeping in view the accumulated losses and financial position of the Company, your Directors are unable to propose any dividend for the financial year under review.

3. TRANSFER TO RESERVES

The Company has not transferred any amount to the General Reserve for the financial year 2020-21.

4. SUBSIDIARY, ASSOCIATE COMPANIES OR JOINT VENTURES

There is no subsidiary or associate or joint venture of the Company.

5. MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments, affecting the financial positing of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

6. INDUSTRY POTENTIAL & DEVELOPMENT

India has now become the third largest producer as well as consumer of electricity in the world with all India installed power generation capacity as on 31.03.2021 stood at 3,82,151 MW comprising of 2,34,728 MW from Thermal, 46,209 MW from Hydro, 6,780 MW from Nuclear and 94,434 MW from Renewable.

During the fiscal year 2020-21, the energy availability was 1,271 BU as against requirement of 1,276 BU kWh with a marginal shortfall of 0.4% and peak load was 189 GW as against peak demand of 190 GW with a marginal shortfall of 0.4%. The average monthly market clearing price at the Indian Energy Exchange (IEX) remained moderate taking the average price to ₹ 2.82/kWh in 2020-21 @ Regional Periphery. During 2020-21, total short term power transactions were approximately 12% of yearly generation.

The slowdown caused by first and second wave of Covid-19 is now slowly opening up and all India power consumption is showing an increasing trend. Peak power demand has touched the milestone figure of 200 GW in July 2021 itself and it can be ascertained that the peak power demand will increase further in near future thereby creating more opportunities for Merchant Power Plants in catering such increased demand for power. However, any

resurgence in infections leading to lockdown restrictions would remain a key downside risk for the demand.

In order to speed up the development of hydro power, from time to time, the Govt. of India has been taking policy initiatives. Recently Ministry of Power (MoP), vide its notification dated 8th March 2019, has declared large hydropower projects including pumped storage projects as renewable energy source and in its order dated 29th January, 2021, ministry also announced the trajectory for Hydro Purchase Obligation (HPO) from eligible Large Hydro Projects.

Renewable Energy being the major thrust area under power sector development, has seen a consistent and significant capacity addition over the years. Renewable Energy currently constitutes 24.7% (Mar'21) of the overall installed capacity compared to 3.3% share in 2002. During 2020-21. As of March 2021, India's Renewable Energy installed capacity stood at 94.43 GW.

Going forward, energy dynamics are changing with the increasing share of renewable power. This may lead to voltage & frequency fluctuations as well as demand – supply mismatch. Thus energy demand and supply dynamics, transmission system capabilities and grid balancing mechanism need to be addressed. Energy Storage System (ESS) could play a significant role to act as ancillary reserves for managing fluctuations in renewable power generation at the grid level.

The country's power sector is witnessing a shift from fossil fuels to clean energy and today we are in the middle of an energy transition. The role of power sector is now extended to facilitate the growth of new technologies through strong policies and programs in addition to mere generation & supply of power.

7. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by under the Companies Act, 2013.

Your Company is committed to achieving the higher standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their economic and reputational interest.

The majority of the Board comprises of Non-Executive Directors including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

8. INTERNAL CONTROL SYSTEMS AND ADEQUACY THEREOF

The Company has an adequate internal control system commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal

audit reports along with internal control systems. The Company has a well-defined organizational structure, authority levels, delegation of powers and internal rules and guidelines for conducting business transactions.

9. PERSONNEL

a) Industrial relations

The industrial relations during the period under review generally remained cordial at all the plants of the Company without any untoward incidents.

b) Particulars of employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

10. PUBLIC DEPOSITS

The details in regard to deposits, covered under Chapter V of the Companies Act, 2013 are mentioned hereunder:

- | | |
|--|--------------|
| a) Amount accepted during the year | Nil |
| b) Amount remained unpaid or unclaimed as at the end of the year | Nil |
| c) Default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved | |
| i) at the beginning of the year | -N/A- |
| ii) maximum during the year | -N/A- |
| iii) at the end of the year | -N/A- |

The company does not have deposits which are in contradiction of Chapter V of the Act.

Your Company has not invited any deposits from public/shareholders in accordance with Chapter V of the Companies Act, 2013.

11. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the regulators or courts or tribunals during the financial year 2020-21, impacting the going concern status and company's operations in future.

12. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year, the Board made the following appointments/re-appointments:

Re-appointments

- During the year, Mr. Knut Leif Bredo Erichsen (DIN: 07270992) would have retired by rotation at the ensuing Annual General Meeting and, being eligible, had offered himself for re-appointment and the members had approved his re-appointment.
- Mr. Om Prakash Ajmera (DIN: 00322834) was appointed as Director. He is also the CEO & CFO of the company.

Your Directors further inform the members that

declarations have been taken from the Independent Directors at the beginning of the financial year stating that they meet the criteria of independence as specified under sub-section (6) of Section 149 of Companies Act, 2013.

A declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, along with a declaration as provided in the Notification dated October 22, 2019, issued by the Ministry of Corporate Affairs (MCA), regarding the requirement relating to enrolment in the Data Bank for Independent Directors, has been received from all the Independent Directors, along with declaration made under Section 149(6) of the Act. In the opinion of the Board, Independent Directors possesses integrity, expertise and vast experience including proficiency.

Appointments & Resignations

- Mr. Knut Leif Bredo Erichsen (DIN: 07270992) resigned as Director on the Board of the Company w.e.f. 31st December 2020.
- Mr. Rahul Varshney (DIN: DIN 03516721) was appointed as Additional Director on the Board of the Company w.e.f. 2nd February 2021.
- There was no other change/resignation in the Board of Directors.

Your Directors further inform the members that declarations have been taken from the Independent Directors at the beginning of the financial year stating that they meet the criteria of independence as specified under sub-section (6) of Section 149 of Companies Act, 2013.

Proposed Re-appointments in the ensuing 18th Annual General Meeting of Company

- To appoint a Director in place of Ms. Tima Iyer Utne (DIN: 06839949), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.
- To confirm appointment of Mr. Rahul Varshney (DIN: DIN 03516721) who was appointed as Director on the Board of the Company. The Board on the recommendation of the Nomination & Remuneration Committee had recommended his appointment as Director of the Company, subject to approval of Shareholders in the ensuing 18th Annual General Meeting of the Company.

Key Managerial Personnel

Mr. Om Prakash Ajmera, Chief Financial Officer, Mr. Pankaj Kapoor, Manager and Mr. Arvind Gupta, Company Secretary are the Key Managerial Personnel of the Company as on 31st March, 2021, in accordance with the provisions of Section 203 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

14. NOMINATION AND REMUNERATION POLICY

The Board, on the recommendation of the Nomination & Remuneration Committee approved a policy for appointment and removal of Directors, Key Managerial Personnel and Senior Management and their remuneration. The policy is appended as **Annexure-III** forming part of this Report.

15. MEETINGS OF THE BOARD

The Board of Directors had met 5 (five) times during the financial year 2020-21. The meetings of the Board were held on 4th June 2020, 31st July 2020, 29th October 2020,

18th November 2020 and 2nd February 2021 respectively.

The attendance for the above mentioned meetings were as follows:

S. No.	Name of Director	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Director	5	4
2.	Ms. Tima Iyer Utne	Non-Executive Director	5	4
3.	Mr. Knut Leif Bredo Erichsen (entitled to attend only 4 meeting as Director)	Non-Executive Director	4	4
4.	Dr. Kamal Gupta	Non-Executive Independent Director	5	5
5.	Mr. Tantra Narayan Thakur	Non-Executive, Independent Director	5	5
6.	Mr. Om Prakash Ajmera	Director	5	5
7.	Mr. Rahul Varshney (entitled to attend only 1 meeting as Director)	Additional Director	1	1

16. COMMITTEE MEETINGS

At present, the Board has three Committees: (i) Audit committee, (ii) Nomination and Remuneration Committee, (iii) Corporate Social Responsibility Committee.

According to requirements under the Companies Act, 2013, the meetings of the Committees of the Board were conducted as and when required and their decisions and recommendations were duly accepted by the Board.

The following are the compositions and attendance of the above mentioned committees.

(i) AUDIT COMMITTEE

As per section 177 of the Companies Act, 2013, your Board has constituted an Audit Committee whose roles and responsibilities are to review the Company's financial results, review Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were duly accepted by the Board during the financial year 2020-21. The composition as well as the Audit Committee meetings held in the financial year 2020-21 is as below:

Composition of the Committee

All the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee. The Company Secretary acts as the Secretary to the Committee.

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjhunwala	Member	Chairman and Director
2	Dr. Kamal Gupta	Member	Non-Executive Independent Director
3	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

Meetings and attendance

The Audit Committee had met four times during the financial year to review the financial statements and the Internal Audit Reports of the Company. The meetings were held on 4th June 2020, 31st July 2020, 29th October 2020 and 2nd February 2021 respectively.

- The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman	4	4
2.	Dr. Kamal Gupta	Member	4	4
3.	Mr. Tantra Narayan Thakur	Member	4	4

(ii) NOMINATION AND REMUNERATION COMMITTEE

As per section 178 of the Companies Act, 2013, your Board had constituted Nomination and Remuneration Committee. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. The NRC policy may be accessed on the Company's website.

The Composition of the Committee is as under:

For the financial year 2020-21, the composition of the Nomination and remuneration Committee was as follows:

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjhunwala	Member	Chairman and Director
2	Ms. Tima Iyer Utne	Member	Non-Executive Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director
4	Mr. Tantra Narayan Thakur	Member	Non-Executive Independent Director

The Company Secretary acts as the Secretary of the Committee.

Meetings and attendance

The Nomination and Remuneration Committee had met one time during the financial year. The meeting was held on 2nd February 2021 respectively.

The attendance for the above mentioned meetings are as below:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Member	1	1
2.	Ms. Tima Iyer Utne	Member	1	1
3.	Dr. Kamal Gupta	Member	1	1
4.	Mr. Tantra Narayan Thakur	Member	1	1

(iii) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Your Company has been diligently following the Corporate Social Responsibility policies. As part of its initiatives under Corporate Social Responsibility (CSR), the Company had undertaken projects in the areas of promotion of Education, taking initiatives towards Community Service and rural development, Healthcare, Plantation & Environmental Development, Protection of art, culture etc. These projects were in accordance with the CSR Policy of the Company and Schedule VII of the Companies Act, 2013 and Rules made thereunder.

As per the Companies Act, 2013, all the companies which having net worth of ₹ 500 crore or more, or a turnover of ₹ 1000 crore or more, or a net profit of ₹ 5 crore or more are required to constitute CSR Committee of the Board of Directors comprising three or more Directors out of which atleast one should be the Independent Director. All such Companies are required to spend atleast 2% of its average net profit on the three preceding financial years on the CSR related activities. The CSR policy may be accessed on the Company's website at the following link: http://adhydropower.com/docs/ADHPL_CSR_Policy.pdf.

The Annual Report on CSR activities is enclosed as **Annexure VI**, forming part of this report. The following is the composition mentioned for the CSR committee of the Company.

The composition of the Corporate Social Responsibility Committee is as under:

S. No.	Name of Member	Designation	Category
1	Mr. Ravi Jhunjhunwala	Member	Chairman & Director
2	Ms. Tima Iyer Utne	Member	Non-Executive Director
3	Dr. Kamal Gupta	Member	Non-Executive Independent Director

Meetings and attendance

The committee had met four times on 4th June 2020, 31st July 2020, 29th October 2020 and 2nd February 2021 respectively. The attendance for the committee is as follows:

S. No.	Name of Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Mr. Ravi Jhunjhunwala	Chairman & Director	4	3
2.	Ms. Tima Iyer Utne	Non-Executive Director	4	4
3.	Dr. Kamal Gupta	Non-Executive Independent Director	4	4

(iv) INDEPENDENT DIRECTORS' MEETING

During the financial year 2020-21, the Independent Directors met on 19th March 2021, without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Managing Director and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(v) BOARD EVALUATION:

The Board is responsible for undertaking a formal annual evaluation of its own performance, committees and individual Directors with a view to review their functioning and effectiveness and to determine whether to extend or continue the term of appointment of the independent directors. During the year, the Board carried out the performance evaluation of itself, Committees and each of the executive directors/non-executive directors/independent directors excluding the director being evaluated. The evaluation of performance of Independent Director is based on the criteria laid down in the Nomination and Remuneration policy which includes knowledge and experience in the field of power sector, legal, finance and CSR activities. Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its committee and its member individually was adjudged satisfactorily.

17. MEETING OF THE MEMBERS

The Annual General meeting of the members was held on 24th September 2020.

18. VIGIL MECHANISM /WHISTLE BLOWER

The Board on the recommendation of Audit Committee has adopted a Whistle Blower Policy. The details of the same are disclosed on the website of the Company and a weblink thereto is as under:

http://www.adhydropower.com/docs/ADHPL_Whistle_Blower_Policy.pdf

19. INTERNAL FINANCIAL CONTROL (IFC) SYSTEM AND THEIR ADEQUACY:

The Directors are responsible for laying down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively. As per Section 134(5) (e) of the Companies Act, 2013, the Directors' Responsibility Statement shall state the same.

Your Company has adopted the IFC framework as guidance, for ensuring adequate controls and its effectiveness within the company. The process of assessment of IFC would require setting up of an internal controls function in the organization. The Accounts & Finance Team has been trained to implement and evaluate the design and operating effectiveness of the IFC framework. The framework also focuses on internal controls over financial reporting (ICFR) that are put in place to develop and maintain reliable financial data, and to accurately present the same in a timely and appropriate

manner. The framework refers to the policies and procedures adopted by the company for ensuring , orderly and efficient conduct of its business, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, timely preparation of reliable financial information.

The IT controls provide reasonable assurance of achieving the control objectives related to the processing of financial information within the computer processing environment. IT controls ensures appropriate functioning of IT applications and systems built by the organization to enable accurate and timely processing of financial data.

Your Company deploys best in class applications and systems which streamline business processes, to improve performance and reduce costs. These systems provide seamless integration across modules and functions resulting into strong MIS platform and informed decision-making by the Management.

The company has adequate and effective internal financial control in place which is being periodically evaluated. The Company has put in place strong internal control systems and best in class processes commensurate with its size and scale of operations. Internal Financial Control is a continuous process operating at all levels within the Company.

The ICFR is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with applicable accounting principles and policies & procedures.

20. CONTRACTS AND ARRANGEMENTS WITH RELATEDPARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

21. STATUTORY AUDITORS

The members had appointed **M/s Deloitte Haskins & Sells LLP**, (Firm Registration Number is 117366W /W-100018), Chartered Accountants, as the Statutory Auditors of the Company on 27th September 2017 for a term of 5 years, to hold office from the conclusion of the 14th Annual General Meeting until the conclusion of the 19th Annual General Meeting of the Company. Further the statutory auditors have further confirmed that the said appointment, when made, was within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and also the statutory auditor is not disqualified under section 141(3) of the Companies Act 2013.

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Statutory Auditors expressed an unmodified opinion in the audit reports with respect to audited financial statements for the financial year ended March 31, 2021. The Auditors' Report does not contain any qualification, reservation adverse remark or disclaimer which requires any explanation from the Board of Directors.

22. COST AUDITORS

The Cost Audit for financial year ended March 31, 2020 was conducted by M/s K.G. Goyal & Co., Cost Accountants (Firm Registration No. 0017). The Cost Audit Report in XBRL mode for financial year ended March 31, 2020 was filed within the due date. The Cost Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Based on the Audit Committee recommendations at its meeting held on 2nd February 2021, the Board has approved the re-appointment of M/s K.G. Goyal & Co., Cost Accountants (Firm Registration No. 0017), as the Cost Auditors of the Company for the financial year 2021-22 at a remuneration of Rs. 0.50 lakhs plus service tax and out of pocket expenses that may be incurred by them during the course of audit. As required under the Companies Act, 2013, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Member's ratification for the remuneration payable to M/s K.G. Goyal & Co., Cost Auditors is included in the Notice convening the Annual General Meeting.

23. SECRETARIAL AUDITORS

The Company had appointed M/s. P. Kathuria & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2020-21, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure IV** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation adverse remark or disclaimer.

24. INTERNAL AUDITORS

Based on the Audit Committee recommendations, the Board had appointed M/s. Ashim & Associates, Chartered Accountants as the Internal Auditors of the Company for a period of three years i.e. FY 2020-21, FY 2021-22 and FY 2022-23, subject to review of their performance from time to time.

25. REPORTING OF FRAUD BY THE AUDITORS'

During the year under review, the Statutory Auditor, Secretarial Auditor, Cost Auditor and Internal Auditor of the Company have not reported any matter under section 143(12) of the Companies Act, 2013. Therefore, no detail regarding reporting of fraud is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

26. RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. Further, the Company has in place Operations & Steering Committee (OSC) and a Policy thereto, which inter alia includes the Risk Management Policy including mitigation plans. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in

establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The annual strategic planning done by OSC provides platform for identification, analysis, treatment and documentation of key risks. It is through this annual planning process that key risks and risk management strategies are communicated to the Board. The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

27. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that:

- i. In preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same;
- ii. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2021 and of the profit of the Company for the year under review;
- iii. They have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safe guarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

29. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return inform MGT - 9 is annexed herewith as **Annexure V**. The Annual Return and extract of Annual Return in form MGT-9 is also placed on the website of the Company www.adhydropower.com

30. GENERAL DISCLOSURE

- The company has maintained the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and accordingly such accounts and records are made and maintained by the company.
- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The company has complied with provisions relating to the

constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. No complaints were received during the financial year 2020-21.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- During the year, there was no change in the issued share capital of the company.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported during the Financial Year 2020-21.
- The Company is in compliance of all the applicable secretarial standards issued by The Institute of Company Secretaries of India, issued from time to time.

31. ACKNOWLEDGEMENT

Your Directors' place on record their sincere appreciation for the co-operation and support received by your Company from the Ministry of Power, Government of Himachal Pradesh, Ministry of Corporate Affairs, Central and State Government and other government agencies,

Lenders, Banks, Financial Institutions, CERC, HPERC, HPSEBL, PTC India Limited, Statkraft Markets Private Limited India Energy Exchange and our valued customers, who have continued their valuable support and encouragement during the year under review. The Board also thanks the employees at all levels, for the dedication, commitment and hard work put in by them for Company's achievements.

Your involvement as shareholders is greatly valued and appreciated. The Directors look forward to your continuing support.

**For and on behalf of the
Board of Directors**

Ravi Jhunjhunwala
Chairman and Director
(DIN 00060972)

Address: Bhilwara towers, A-12,
Sector-1, Noida-201301

Place: Noida
Date: 2nd August, 2021

Annual Report 2020-21

ANNEXURE – I TO THE DIRECTORS' REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

S. No.	Name of top 10 Employees in terms of remuneration	Designation	Remuneration (in ₹ Million)	Qualification	Experience	Age in years	Date of Commencement of Employment	Last Employment, held, Organisation, Designation & Duration	Shareholding	Nature of employment	Whether employee is relative of Director
1	Arvind Kr. Sharma	D.G.M.-Civil	4.57	Diploma in civil-1994, Corr B Tech Civil-2013	29	52	17-Dec-07	Lanko green power Ltd. as Sr Manager for 4 months.	Nil	Permanent	No
2	Pankaj Kapoor	Associate Vice President	3.02	BE Electrical Engg.1983	36	61	4-Sep-18	HPSEB as Chief Engg.- Generation. 34 years	Nil	Permanent	No
3	Ramesh Kr. Khaitan	Associate Vice President	3.02	BSc HONS.1974	47	70	18-Sep-06	JK Diary and foods Ltd. as Chief commercial manager for 6 years.	Nil	Contractual	No
4	Jai Raj Chopra	Manager Mechanical	2.76	B.E Mechanical-1999,	22	49	1-Sep-06	SSJV Project as Mechanical Engineer for 3 years.	Nil	Permanent	No
5	Tapesh Atri	Manager - Electrical	2.64	Dip. In Elect. 1987	31	52	14-Nov-05	H.P. Equipments Pvt Ltd. 3 Years	Nil	Permanent	No
6	Rajiv Katyal	Manager - Electrical	2.60	B. Tech Electrical 2003	18	44	1-Jul-03	Joind as GET on 1/7/03 at MPCL Jari	Nil	Permanent	No
7	Yashwant Thakur	Manager - Mechanical	2.59	B. Tech Mechanical -1999	18	47	1-Jan-05	Fitewll Constructions 2 years	Nil	Permanent	No
8	Deepak Tikoo	Manager - EHS	2.39	MBBS-1997	23	51	21-Dec-05	Acharya Shri Chander Collage 3 years	Nil	Permanent	No
9	Rajneesh Chauhan	Dy. Manager-Electrical	2.27	Dip. In Elect.1995	23	46	24-Mar-00	Lalji Solar Elect Ltd. 4 years	Nil	Permanent	No
10	Sanjay Rana	Manager - EHS	2.25	Dip. In Mech. 1996	26	50	12-Dec-05	India International House Ltd. 4 Yrs	Nil	Permanent	No

ANNEXURE II TO THE DIRECTORS' REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

(A) CONSERVATION OF ENERGY

- a) the steps taken or impact on conservation of energy;
 - i. Installation of VFDs in PH on Cooling Water pumps for Generator & Transformers
 - ii. Replacement of conventional lighting with LED lighting in PH, Switch Yard & remote sites
- b) The steps taken by the Company for utilizing alternate sources of energy: NIL
- c) The capital investment on energy conservation equipment: Total amount spent in the last 9 Years ₹ 2.38 million.

(B) TECHNOLOGY ABSORPTION

- (i) The efforts made towards technology absorption: As above
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Energy saved worth ₹ 17.658 million
- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) – Nil
 - (a) the details of technology imported: Nil
 - (b) the year of import: Nil
 - (c) whether the technology been fully absorbed: NA
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development: Nil

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(₹ In Millions)

S. No.	Particulars	2020-21	2019-20
I	Foreign Exchange Outgo		
	Traveling and conveyance	0.05	0.00
	Financial charges	0.75	0.72
	CER Expenses	0.00	0.00
	Others	0.00	0.00
	Total	0.80	0.72
II	Foreign Exchange Earnings		
	Others (Sale of Certified Emission Rights)	11.28	1.13

ANNEXURE III TO THE DIRECTORS' REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013 and Rules made thereunder, AD Hydro Power Limited is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company already had a Remuneration Committee with three Non-Executive Directors. In order to align the same with the provisions of the Companies Act, 2013, and Rules made thereunder from time to time, the Board of Directors at their meeting held on the 16th March, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules made thereunder, applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

1. OBJECTIVE

The Key Objectives of the Committee would be:

- a) to advise the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management of the Company.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

- (a) "Act" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- (b) "Board" means Board of Directors of the Company.
- (c) Key Managerial Personnel (KMP), means:
 - i. Chief Executive Officer or the managing director or the manager;
 - ii. Company Secretary,
 - iii. Whole-time Director;
 - iv. Chief Financial Officer; and
 - v. such other officer as may be prescribed.
- (d) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- a) reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy, with the objective to diversify the Board;
- b) to recommend to the Board the appointment and removal of Director or key management personnel or Senior Management Personnel.
- c) to carry out evaluation of Director's performance.
- d) assessing the independence of independent directors;
- e) to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- f) making recommendations to the Board on the remuneration/fee payable to the Directors/ KMPs/Senior Officials so appointed/re-appointed;
- g) ensure that level and composition of remuneration of Directors, KMP's and Senior Management is reasonable and sufficient. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- h) to devise a policy on Board diversity;
- i) to develop a succession plan for the Board and Senior Management and to regularly review the plan;
- j) such other key issues/matters as may be referred by the Board or as may be necessary in view of the provision of the Companies Act, 2013 and Rules made thereunder.

4. MEMBERSHIP

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent. However, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee, but shall not chair such Committee.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairman of the Committee shall be a Non-executive Director.
- b) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. POLICY ON BOARD DIVERSITY

The Nomination and Remuneration Committee shall ensure that Board of Directors have the combination of Directors from different areas /fields or as may be considered appropriate in the best interest of the Company. The Board shall have atleast one Board member who has accounting/ financial management expertise.

11. NOMINATION DUTIES

The duties of the Committee in relation to nomination matters include:

1. Ensuring that there is an appropriate induction & training program in place for new Directors and members of Senior Management and reviewing its effectiveness;
2. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
3. Determining the appropriate size, diversity and composition of the Board;
4. Follow a formal and transparent procedure for selecting new Directors for appointment to the Board, Key Managerial Personnel's and Senior Management Personnel;
5. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
6. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
7. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
8. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
9. Considering any other matters as may be requested by the Board;

12. REMUNERATION DUTIES

The Committee will recommend the remuneration/fee to be paid to the Managing Director, Whole-time Director, other Directors, Key Managerial Personnel and Senior Management Personnel to the Board for their approval.

The level and composition of remuneration/fee so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration/fee to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. Director/ Managing Director

Besides the above Criteria, the Remuneration/ compensation/ commission/fee to be paid to Director/ Managing Director/ Whole Time Director shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

2. Non-executive Independent Directors

The Non-Executive Independent Director may receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

3. Key Managerial Personnel's /Senior Management Personnel etc

The Remuneration to be paid to Key Managerial Personnel's/ Senior Management Personnel shall be based on the experience, qualification, performance and expertise of the related personnel and governed by the limits, if any prescribed under the Companies Act, 2013 and Rules made thereunder or any other enactment for the time being in force.

4. Directors' and Officers' Insurance

Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel's/ Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

13. EVALUATION/ ASSESSMENT OF DIRECTORS OF THE COMPANY

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performances of the Directors have been:

- Contributing to clearly defined corporate objectives & plans
- Obtain adequate, relevant & timely information from external sources
- Review of strategic and operational plans, objectives and budgets
- Regular monitoring of corporate results against projections
- Identify, monitor & take steps for mitigation of significant corporate risks
- Assess policies, structures & procedures
- Review management's succession plan
- Effective meetings
- Assuring appropriate board size, composition, independence, structure
- Clearly defining roles & monitoring activities of committees.
- Additionally, for the evaluation/assessment of the performances of Managing Director(s)/Whole Time Director(s) of the Company, following criteria may also be considered:
 - Leadership abilities
 - Communication of expectations & concerns clearly with subordinates
 - Direct, monitor & evaluate KMPs, senior officials

Evaluation on the aforesaid parameters will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors on the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

14. DISCLOSURE

The Remuneration policy and the evaluation criteria shall be disclosed in the Board's Report.

15. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

16. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case. However, this shall be subject to the approval of Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company.

ANNEXURE IV TO THE DIRECTORS' REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,

AD Hydro Power Limited (CIN: U40101HP2003PLC026108)

Himachal Pradesh

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by AD Hydro Power Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the AD Hydro Power Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by AD Hydro Power Limited ('the company') for the financial year ended on March 31, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(Not applicable to the Company during the Audit period)**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): **(All the following Regulations including amendments, if any, from time to time are not applicable to the Company during the Audit period)**
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Other law applicable specifically to the Company, as identified and on the basis of representation given by the management,:
 - The Electricity Act, 2003.
 - The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Notified and effective from 1st July, 2015 and the revised version effective from October 1st, 2017).
- (ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.

(Not Applicable to the Company during the Audit period)

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. -

Normally adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. There was no dissenting vote for any matter.

I further report that I have relied on the representation made by the Company and its officers for system and mechanism formed

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by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. Therefore, I am of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the Company's affairs.

This report is to be read with my letter of even date which is annexed as "**Annexure I**" and forms an integral part of this report.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

(PRADEEP KATHURIA)
FCS 4655
CP 3086
UDIN: FO04655C000723802

PLACE: NEW DELHI
DATE: 02.08.2021

'Annexure I'

To
The Members,
AD Hydro Power Limited (CIN: U40101HP2003PLC026108)
Himachal Pradesh

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by Statutory Auditor.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

**FOR P. KATHURIA & ASSOCIATES
COMPANY SECRETARIES**

(PRADEEP KATHURIA)
FCS 4655
CP 3086
UDIN: FO04655C000723802

PLACE: NEW DELHI
DATE: 02.08.2021

ANNEXURE V TO THE DIRECTORS' REPORT

FORM NO. MGT.9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	U40101HP2003PLC026108
ii)	Registration Date	16-06-2003
iii)	Name of the Company	AD Hydro Power Limited
iv)	Category / Sub-Category of the Company	Public Company/ Limited by shares/ Indian Non-Government Company
v)	Address of the registered office and contact details	Village Prini, P. O. Jagat Sukh, Tehsil Manali, Dist. Kullu, Himachal Pradesh-175143; Phone: 01902 250183-84
vi)	Whether listed company Yes / No	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any-	Skyline Financial Services Private Limited, D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020 (Tel: 011-26812682, 83)

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Hydro Power Generation	40101	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Malana Power Company Limited	U40101HP1997PLC019959	Holding Company	88%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a. Individual/HUF	-	49,890	49,890	0.01	-	49,890	49,890	0.01	NIL
b. Central Govt	-	-	-	-	-	-	-	-	-
c. State Govt (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	492,905,750	-	492,905,750	87.99	492,905,750	-	492,905,750	87.99	NIL
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	492,905,750	49,890	492,955,640	88.00	492,905,750	49,890	492,955,640	88.00	NIL
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	492,905,750	49,890	492,955,640	88.00	492,905,750	49,890	492,955,640	88.00	NIL

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	67,197,201	-	67,197,201	12.00	67,197,201	-	67,197,201	12.00	NIL
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	67,197,201	-	67,197,201	12.00	67,197,201	-	67,197,201	12.00	NIL
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal capital in excess of ₹ 1 Lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	560,102,951	49,890	560,152,841	100	560,102,951	49,890	560,152,841	100	NIL

ii. SHAREHOLDING OF PROMOTERS

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	Malana Power Company Ltd	492,955,640	88%	88%	492,955,640	88%	88%	NIL
	Total	492,955,640	88%	88%	492,955,640	88%	88%	NIL

NOTE: Out of 492,955,640 Equity shares of ₹ 10/- each, 49,890 Equity Shares are held by individuals as registered owners, on behalf of Malana Power Company Limited. The Beneficial Interest is with Malana Power Company Limited.

iii. CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	-	-	-	-
2	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	NO CHANGES			
3	At the End of the year	-	-	-	-

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year (International Finance Corporation, Washington)	67,197,201	12.00%	67,197,201	12.00%
2	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	-	-	-	-
3	At the End of the year (or on the date of separation, if separated during the year)	67,197,201	12.00%	67,197,201	12.00%

v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1	Mr. Ravi Jhunjunwala	-	-	-	-
2	Dr. Kamal Gupta	-	-	-	-
3	Ms. Tima Iyer Utne	-	-	-	-
4	Mr. Knut Leif Bredo Erichsen	-	-	-	-
5	Mr. Tantra Narayan Thakur	-	-	-	-
6	Mr. Om Prakash Ajmera (Director, CEO & CFO)	-	-	-	-
7	Mr. Arvind Gupta (Company Secretary)	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No changes	No changes	No changes	No changes
	At the End of the year				
1	Mr. Ravi Jhunjunwala	-	-	-	-
2	Dr. Kamal Gupta	-	-	-	-
3	Ms. Tima Iyer Utne	-	-	-	-
4	Mr. Rahul Varshney	-	-	-	-
6	Mr. Tantra Narayan Thakur	-	-	-	-
6	Mr. Om Prakash Ajmera (Director, CEO & CFO)	-	-	-	-
7	Mr. Arvind Gupta (Company Secretary)	-	-	-	-

V. INDEBTEDNESS

(₹ in Million)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,224.27	4,638.00	-	6,862.27
ii) Interest due but not paid	-	2,960.65	-	2,960.65
iii) Interest accrued but not due	18.90	-	-	18.90
Total (i+ii+iii)	2,243.17	7,598.65	-	9,841.82
Change in Indebtedness during the financial year				
Addition	-	128.97	-	128.97
Reduction	341.66	750.00	-	1,091.66
Net Change	(341.66)	(621.03)	-	(962.69)
Indebtedness at the end of the financial year				
i) Principal Amount	1,884.20	4,638.00	-	6,522.20
ii) Interest due but not paid	-	2,339.59	-	2,339.59
iii) Interest accrued but not due	12.18	-	-	12.18
Total (i+ii+iii)	1,896.37	6,977.59	-	8,873.96

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

(Amount in ₹ Million)

S. No.	Particulars of Remuneration	Name of Manager (01.04.2020 to 31.03.2021)
1	Gross salary	Mr. Pankaj Kapoor
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.55
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.26
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	-
	- as % of profit 1.00%	-
	- others, specify	-
5	Others, please specify	0.27
	Total (A)	3.08
	Ceiling as per the Act	As per section 198 of the Companies Act, 2013 or in terms of Schedule V of the Companies Act, 2013.

B. Remuneration to other Directors:**1. Independent Directors**

(Amount In ₹ Million)

S No.	Particulars of Remuneration	Name of Directors		Total Amount (In ₹ Million)
		Dr. Kamal Gupta	Mr. Tantra Narayan Thakur	
1	Fee for attending board & committee meetings	0.475	0.475	0.95
2	Commission	-	-	-
3	Others, please specify	-	-	-
4	Total (1)	0.475	0.475	0.95

2. Other Non-Executive Directors (if any)

S No.	Particulars of Remuneration	Name of Directors			Total Amount (In ₹)
		Mr. Ravi Jhunjunwala	Ms. Tima Iyer Utne	Mr. Rahul Varshney	
1	Fee for attending board committee & meetings	Nil	Nil	Nil	Nil
2	Commission	Nil	Nil	Nil	Nil
3	Others, please specify	Nil	Nil	Nil	Nil
4	Total (2)	Nil	Nil	Nil	Nil

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTd

S No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Om Prakash Ajmera (Chief Financial Officer & Chief Executive Officer)	Mr. Arvind Gupta (Company Secretary)	Total Amount (In ₹)
1	Gross salary	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total (A)	-	-	-

Note: The Chief Financial Officer (CFO) and the Company Secretary of the Company draws remuneration from the holding company only, i.e. Malana Power Company Limited. Therefore, remuneration paid from the Company, i.e. AD Hydro Power Ltd. is Nil.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

ANNEXURE VI TO THE DIRECTORS' REPORT**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2020-21**

1. **Brief outline on CSR Policy of the Company:** The Company's CSR activities are designed to serve, societal, local and national goals in all the locations where company operates. Through the CSR Policy, the company creates a significant and sustained impact on communities around the Plant location. The Company also provides opportunities for the Employees to contribute to these efforts through volunteering. More detailed in Point no. 16(iii) of Board Report.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Ravi Jhunjunwala	Chairman, Managing Director	4 (Four)	3 (Three)
2	Dr. Kamal Gupta	Member, Independent Director	4 (Four)	4 (Four)
3	Ms. Tima Iyer Utne	Member, Director	4 (Four)	4 (Four)

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. http://adhydropower.com/docs/ADHPL_CSR_Policy.pdf.
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attached the report) : Not Applicable
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years(in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
		Nil	Nil

6. Average net profit of the company as per section 135(5): ₹ 234.96 million
7. (a) Two percent of average net profit of the company as per section 135(5): ₹ 4.70 million
 (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
 (c) Amount required to be set off for the financial year, if any : Nil
 (d) Total CSR obligation for the financial year (7a+7b- 7c) : ₹ 4.70 million

8. (a) **CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year 2020-21 (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
₹ 5.05 million	-	-	-	-	-

(b) Details of CSR amount spent against **ongoing projects** for the financial year: **Not Applicable**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in ₹).	Amount spent in the current financial Year (in ₹).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹).	Mode of Implementation- Direct Yes/No)	Mode of Implementation – Through Implementing Agency	
				State.	District.						Name	CSR Registration number.

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (in ₹)	(7) Mode of Implementation- Direct Yes/No	(8) Mode of Implementation – Through Implementing Agency	
				State.	District.			Name	CSR Registration number
1.	Swachhta Abhiyan in Village Prini and nearby villages	Swachha Bharat Abhiyan	Yes	Himachal Pradesh	Kullu	₹ 1.45 Mn	Yes	-	-
2.	Company is providing training like sewing, tailoring etc. to local women for their capacity building	Women Empowerment	Yes	Himachal Pradesh	Kullu	₹ 0.10 Mn	Yes	-	-
3.	ADHPL Scholarship Scheme	Promoting Education	Yes	Himachal Pradesh	Kullu	₹ 0.75 Mn	Yes	-	-
4.	Distribution of school bags and stationary amongst children at Govt. primary schools	Promoting Education	Yes	Himachal Pradesh	Kullu	₹ 0.15 Mn	Yes	-	-
5.	Honorarium being paid to the teachers engaged for teaching at Govt. school	Promoting Education	Yes	Himachal Pradesh	Kullu	₹ 0.84 Mn	Yes	-	-
6.	Providing street lights at nearby villages for improving safety & village development work	Rural Development	Yes	Himachal Pradesh	Kullu	₹ 0.65 Mn	Yes	-	-
7.	Procured one ECG machine, blood mixer for dispensary. And provide Sanitary pads/ vending machine for sanitary pads at different locations in the area under this scheme.	Health	Yes	Himachal Pradesh	Kullu	₹ 0.10 Mn	Yes	-	-
8.	Construction of school building at village Prini under CSR activities	Rural Development	Yes	Himachal Pradesh	Kullu	₹ 0.38 Mn	Yes	-	-
9.	Support to Dr. Shruti More C/o Aash Child Development centre Kullu	NGO	Yes	Himachal Pradesh	Kullu	₹ 0.30 Mn	No	Aash Child Care Centre	Registration in process
10.	Disaster relief materials for COVID 19	Expenses related to COVID 19 pandemic	Yes	Himachal Pradesh	Kullu	₹ 0.34 Mn	Yes	-	-
TOTAL						₹ 5.05 Mn			

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 5.05 million

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 4.70 million
(ii)	Total amount spent for the Financial Year	₹ 5.05 million
(iii)	Excess amount spent for the financial year [(ii)-(i)]	₹ 0.35 million
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years: NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1) Sl. No.	(2) Project ID	(3) Name of the Project	(4) Financial Year in which the project was commenced	(5) Project duration	(6) Total amount allocated for the project (in ₹)	(7) Amount spent on the project in the reporting Financial Year (in ₹)	(8) Cumulative amount spent at the end of reporting Financial Year. (in ₹)	(9) Status of the project Completed/ Ongoing.
-	-	-	-	-	-	-	-	-

- 10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year
(asset-wise details): As mentioned below:**

S. No.	Name of Asset	ECG machine
(a)	Date of creation or acquisition of the capital asset(s).	20 th January 2021
(b)	Amount of CSR spent for creation or acquisition of capital asset.	₹ 0.076 million
(c)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	ADHEP Dispensary, Prini
(d)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	The ECG machine is installed at the Dispensary situated at ADHEP 192MW is situated at Village Prini, Tehsil Manali, Dist. Kullu, Himachal Pradesh-175143 and from this Dispensary free ECG is done for the local public as per their prescribed needs. Also free medicines are provided and free medical check-ups are done for the local public.

- 11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):) : Not Applicable**

Ravi Jhunjunwala
Director and Chairman CSR Committee

Om Prakash Ajmera
Chief Financial Officer

INDEPENDENT AUDITORS' REPORT

To the Members of AD Hydro Power Limited Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **AD Hydro Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021 and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to Note 29.3 (ii) of the financial statements, which describes the uncertainty relating to the effects of outcome of litigation with three parties using the transmission line.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so,

consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud

is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, no remuneration has been paid to personnel covered under section 197 of the Act during the year. Hence, reporting under this section is not applicable to the Company.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements; Refer note 29.1 to the financial statements
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. Refer note 29.2 to the financial statements
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. Refer note 18 to the financial statements
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm's Registration No. 117366W/W-100018

Vikas Khurana

Partner

Membership No.503760

UDIN: 21503760AAAABD4216

Place: Gurugram

Date: May 17th, 2021

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (l) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **AD Hydro Power Limited** ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's

internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm's Registration No. 117366W/W-100018

Vikas Khurana

Partner

Membership No.503760

UDIN: 21503760AAAABD4216

Place: Gurugram

Date: May 17th, 2021

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) In respect of Property, plant and equipment's:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.
 - (b) The property, plant and equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the Property, plant and equipment at reasonable

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- intervals. According to the information and explanations given to us, no discrepancy was noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us and based on the examination of the award letter and certificate of mutation provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings, are held in the name of the Company as at the balance sheet date other than the lands located at village Prini, District Kullu, Himachal Pradesh measuring 2.73 hectares amounting to Rs 705.75 lakhs, which are pending for registration/mutation in favour of the Company. *<Refer Note 3 to the financial statements>* Further, immovable properties of land and buildings whose title deeds have been pledged as security for term loans are held in the name of the Company based on the confirmation received from IDBI Trusteeship Services Limited (the security trustee). In respect of immovable properties of land and buildings that have been taken on lease and disclosed as Property, Plant and Equipment in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.
- (ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed in physical verification.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) According to the information and explanations given to us, clause (iv) of the Order is not applicable to the Company.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year. The Company does not have any unclaimed deposits and accordingly the provisions of Section 73 to 76 or any other relevant provision of the Companies Act 2013 are not applicable to the Company.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, *prima facie*, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- (a) The Company is regular in depositing undisputed statutory dues including Provident Fund, Goods and Services Tax, cess and other statutory dues applicable to it to appropriate authorities and is generally been regular in depositing the Income Tax with the appropriate authority. The provisions related to Customs duty and Employee State Insurance is not applicable to the Company. Also, refer to the Note No. 29.1(e) in the financial statement regarding management assessment on certain matters relating to the provident fund.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Income-tax, Goods and services Tax, cess and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.
- (c) There are no dues of Goods and Services Tax, Services tax, Income Tax, Excise duty, Sales tax, Customs duty and Value added tax as on March 31, 2021 on account of disputes.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and Government. The Company has not issued any debentures.
- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Further, according to the information and explanations given to us, the Company does not have unutilized money raised by way of term loans during the year, hence reporting under clause (ix) of the Order is not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013 and rule 7 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No. 117366W/W-100018

Vikas Khurana
Partner
Membership No.503760
UDIN: 21503760AAAABD4216

Place: Gurugram
Date: May 17th, 2021

BALANCE SHEET AS AT MARCH 31, 2021

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
ASSETS			
1 Non - current assets			
(a) Property, plant and equipment	3	125,928.21	131,250.34
(b) Financial assets			
(i) Trade receivables	8	2,921.85	2,716.98
(ii) Loans	4	23.59	24.89
(iii) Others	5	38.40	38.40
(c) Non-current tax assets	15	11.10	22.34
(d) Other non current assets	6	6.70	-
		128,929.85	134,052.95
2 Current assets			
(a) Inventories	7	885.42	893.24
(b) Financial assets			
(i) Trade receivables	8	667.22	466.31
(ii) Cash and cash equivalents	9	1,207.37	3,023.35
(iii) Bank balances other than (ii) above	10	4,378.60	5,223.85
(iv) Loans	4	18.59	18.67
(v) Others	5	173.35	323.48
(c) Other current assets	6	173.13	178.30
		7,503.68	10,127.20
Total Assets		136,433.53	144,180.15
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	12	56,015.28	56,015.28
(b) Other equity	13	45,495.84	(11,883.68)
Total Equity		101,511.12	44,131.60
1 Non - current liabilities			
(a) Financial liabilities			
(i) Borrowings	14	30,146.20	65,221.91
(ii) Other financial liabilities	16	-	29,606.17
(b) Provisions	17	158.18	155.28
		30,304.38	94,983.36
2 Current liabilities			
(a) Financial liabilities			
(i) Trade payables	18	-	-
- total outstanding dues of micro and small enterprises		-	-
- total outstanding dues of creditors other than micro and small enterprises		883.79	844.56
(ii) Other financial liabilities	16	3,433.70	3,611.35
(b) Provisions	17	6.18	93.87
(c) Current tax liabilities	15	149.15	249.07
(d) Other current liabilities	19	145.21	266.34
		4,618.03	5,065.19
Total Equity and liabilities		136,433.53	144,180.15

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP

ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjunwala
Director
DIN:-00060972

O.P. Ajmera
Director, CEO & CFO
DIN:-00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:-03516721

Arvind Gupta
Company Secretary
M. No.: F7690

Place : Noida
Date : 12th May, 2021

Place : Gurugram
Date : 17th May, 2021

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021

		(₹ in Lakhs)	
Particular	Note No.	Year ended March 31, 2021	Year ended March 31, 2020
I Revenue from operations	20	17,619.89	23,399.71
II Other Income	21	1,341.36	834.84
III Total Income		18,961.25	24,234.55
IV Expenses			
Open access charges		1,297.26	1,071.66
Bulk power transmission charges		2,449.57	2,459.61
Employee benefits expenses	22	1,367.84	1,433.08
Finance costs	23	3,863.23	7,715.35
Depreciation and amortisation expenses	24	5,385.72	6,043.99
Other expenses	25	1,939.77	2,028.40
Total expenses		16,303.39	20,752.09
V Profit before tax		2,657.86	3,482.46
VI Tax expense:			
(a) Current tax (Minimum Alternate Tax)	26	489.23	625.81
Total tax expense		489.23	625.81
VII Profit for the year (V-VI)		2,168.63	2,856.65
VIII Other comprehensive income			
- Items that will not be reclassified subsequently to profit or loss			
- Re-measurement gains/ (losses) on defined benefit plans		42.89	(67.04)
- Income Tax relating Re-measurement losses on defined benefit plans		(7.89)	
Other comprehensive income/(loss) for the year		35.00	(67.04)
IX Total comprehensive income for the year		2,203.63	2,789.61
Earnings per equity share (of ₹ 10/- each)			
- Basic	27	0.39	0.51
- Diluted	27	0.39	0.51

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells LLP
ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

Place : Gurugram
Date : 17th May, 2021

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjhunwala
Director
DIN:-00060972

O.P. Ajmera
Director, CEO & CFO
DIN:-00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:-03516721

Arvind Gupta
Company Secretary
M. No.: F7690

Place : Noida
Date : 12th May, 2021

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

a. Equity share capital

Particulars	No. of shares (₹ in Lakhs)	(₹ in lakhs)
Equity shares of ₹ 10 each issued, subscribed and fully paid		
As at April 1, 2019	5,601.53	56,015.28
Changes in Equity share capital during the year	-	-
As at March 31, 2020	5,601.53	56,015.28
Changes in Equity share capital during the year	-	-
As at March 31, 2021	5,601.53	56,015.28

b. Other equity

(₹ in Lakhs)

Particulars	Reserves and Surplus		Total
	Deemed Equity Contribution	Retained earnings	
Balance as at April 1, 2019 (a)	-	(14,673.30)	(14,673.30)
Profit during the year	-	2,856.66	2,856.66
Other comprehensive loss during the year, net of tax	-	(67.04)	(67.04)
Movement during the year	-	-	-
Total comprehensive income for the year (b)	-	2,789.62	2,789.62
As at March 31, 2020 (c=a+b)	-	(11,883.68)	(11,883.68)
Profit during the year	-	2,168.63	2,168.63
Other comprehensive income during the year net of tax	-	35.00	35.00
Reclassified during the year [Refer Note 29.3 (iv)]	55,175.89	-	55,175.89
Total comprehensive income for the year (d)	55,175.89	2,203.63	57,379.52
As at March 31, 2021 (c+d)	55,175.89	(9,680.05)	45,495.84

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP

ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjunwala
Director
DIN:-00060972

O.P. Ajmera
Director, CEO & CFO
DIN:-00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:-03516721

Arvind Gupta
Company Secretary
M. No.: F7690

Place : Noida
Date : 12th May, 2021

Place : Gurugram
Date : 17th May, 2021

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2021

Particular	(₹ in Lakhs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash flow from operating activities		
Profit before tax	2,657.86	3,482.46
Adjustment to reconcile profit before tax to net cash flow:		
Depreciation and amortisation expenses	5,385.72	6,043.99
Gain on disposal of property, plant and equipment	(11.32)	(17.54)
Finance cost	3,863.23	7,715.35
Interest Income	(522.67)	(747.40)
Working Capital changes:		
Increase in trade receivables	(405.78)	(575.41)
(Increase)/Decrease in financial assets - loans	143.63	(213.92)
(Increase)/Decrease in other current asset	(1.53)	58.29
(Increase)/Decrease in inventories	7.82	(7.64)
Decrease in other financial liabilities	(72.64)	(117.49)
(Decrease)/Increase in Provisions	(84.79)	106.23
(Decrease)/Increase in trade payables	(13.85)	98.96
(Decrease)/Increase in other current liabilities	(121.13)	133.31
Cash generated from operations	10,824.54	15,959.19
Income-taxes paid	(406.73)	(438.59)
Net cash flow from operating activities	10,417.81	15,520.60
B. Cash flow from investing activities		
Purchase of property, plant and equipment	(83.17)	(92.37)
Proceeds from sale of property plant and equipment.	30.90	18.74
Loans (given)/repaid during the year	1.30	(9.21)
Fixed deposits placed during the year	(25,579.00)	-
Fixed deposits matured during the year	26,424.25	21,365.00
Interest received	529.24	1,085.68
Net cash flow from/(used in) investing activities	1,323.52	22,367.84
C. Cash flow from financing activities		
Repayment of borrowings	(3,416.61)	(31,847.72)
Interest paid	(10,140.71)	(3,516.61)
Net cash used in financing activities	(13,557.32)	(35,364.33)
Net increase/(decrease) in Cash and Cash equivalent	(1,815.99)	2,524.11
Cash and Cash equivalent at the beginning of the year	3,023.35	499.24
Cash and Cash equivalent at year end (Refer Note No. 9)	1,207.37	3,023.35

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Deloitte Haskins & Sells LLP
ICAI Firm Registration Number: 117366W/W-100018
Chartered Accountants

Vikas Khurana
Partner

Place : Gurugram
Date : 17th May, 2021

For and on behalf of the Board of Directors of
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Company Secretary
M. No.: F7690

Place : Noida
Date : 12th May, 2021

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

1 CORPORATE INFORMATION

AD Hydro Power Limited (hereinafter referred to as 'the Company') is engaged in the generation of hydroelectric power. The Company has set up 192 MW hydroelectric power generation project, out of which, part of the project (Allain side) has started commercial production in 2010-11 and balance portion of the project on Duhangan side has started commercial production in 2011-12.

The Company has the necessary permission from the Government of Himachal Pradesh to own, operate & maintain the project and sell power for a period of forty years from the date of commercial operation i.e. July 29, 2010 with the option to avail a further extension for a maximum period of twenty years after renegotiation of terms and conditions.

The Company is a company limited by shares incorporated in India. Its parent Company is Malana Power Company Limited.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on the historical cost basis, except where different basis is mentioned in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Amendments to Ind AS 1 and Ind AS 8 - Definition of "material"

The Company has adopted the amendments to Ind AS 1 and Ind AS 8. The amendments make the definition of material in Ind AS 1 easier to understand and are not intended to alter the underlying concept of materiality in Ind ASs. The concept of 'obscuring' material information with immaterial information has been included as part of the new definition.

The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'. The definition of material in Ind AS 8 has been replaced by a reference to the definition of material in Ind AS 1. In addition, the MCA amended other standards that contain the definition of 'material' or refer to the term 'material' to ensure consistency.

The adoption of the amendment had no impact on the disclosures or on the amounts reported in these financial statements.

2.2 Summary of significant accounting policies

a. Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of revision and future period if the revision affects both current and future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I Service Concession Arrangements

Management has assessed applicability of Appendix D "Service Concession Arrangements" to Ind AS 115: Service Concession Arrangements to power distribution arrangements entered into by the Company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II Useful lives and residual value of property, plant and equipment, intangible assets and Investment Properties

Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed periodically, including at each financial year end.

III Claims and Litigations

The Company is the subject of lawsuits and claims arising in the ordinary course of business from time to time. The Company reviews any such legal proceedings and claims on an ongoing basis and follow appropriate accounting guidance when making accrual and disclosure decisions. The Company establishes accruals for those contingencies where the incurrence of a loss is probable and can be reasonably estimated, and it discloses the amount accrued and the amount of a reasonably possible loss in excess of the amount accrued, if such disclosure is necessary for the Company's financial statements to not be misleading. To estimate whether a loss contingency should be accrued by a charge to income, the Company evaluates, among other factors, the degree of probability of an unfavorable outcome and the ability to make a reasonable estimate of the amount of the loss. The Company does not record liabilities when the likelihood that the liability has been incurred is probable, but the amount cannot be reasonably estimated. Based upon present information, the Company determined that there were no matters that required an accrual as of March 31, 2021 other than the accruals already recognized, nor were there any asserted or unasserted claims for which material losses are reasonably possible.

IV Deferred tax assets

The Company reviews the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and recognized to the extent that it is probable that sufficient taxable profits will be available to utilize the deferred tax asset including MAT credit.

V Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its PPE to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is an indication at the end of a reporting period that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount.

b. Revenue Recognition

The Company recognise revenue at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The Company's sales revenue is divided into following categories:

Revenue from generation and supply of Power ("Revenue from Power Supply"):

Revenue from sale of power is recognised when persuasive evidence of an arrangement exists, the fee is fixed or determinable, energy is supplied (i.e. performance obligation is satisfied) and collectability is reasonably assured. The revenues from generation and supply of power is recognised at the amount of which the entity has a right to invoice which coincides with the electricity scheduled to be transmitted to the customers. The difference between scheduled and actual transmitted energy is recognized as Unscheduled Interchange (U/I) charges and are adjusted with the revenue recognized on accrual basis.

In an arrangements where the Company sells power on an exchange, the exchange is determined to be the customer. This is based on the fact that the Company has enforceable contracts with the exchanges.

Revenue from sharing of Transmission line ("Transmission Income"):

Revenue is recognized on the basis of periodic billing to consumers / state transmission utility and is measured based on the consideration to which the Company expects to be entitled from a customer, net of returns and allowances, discounts, volume rebates and cash discounts excluding taxes or duties collected on behalf of the government.

Voluntary emission rights (VER), Carbon Credit Entitlement / Certified Emission Reductions ("CER")

Revenue is recognized on registration and successful authentication of carbon emission reductions.

Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

c. Inventory Valuation

Inventories comprising of components and stores and spares are valued at lower of cost and net realizable value. Scrap is valued at net realizable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

d. Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in Statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the Statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation:

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The Company has used the following useful life to provide depreciation on its Property, Plant and Equipment.

Assets	Useful life (Years)
Buildings other than factory buildings	60
Plant and Machinery used in generation, transmission and distribution of power	40
Hydraulic Works (Pressure shaft, Head Race Tunnel, Upstream etc related to civil work)	40
Factory Buildings	30
Plant and Machinery	15
Electrical Installations	10
Furniture and Fixtures	10
Roads	10
Vehicles	8
Computers and Data processing equipment's	3-6
Office equipment's	5

e. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years. The Company has considered the useful life of 3 years to provide amortization on Software.

The intangible assets are assessed for impairment whenever there is indication that the intangible assets may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

f. Leases

The Company assesses that the contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (1) The contract involves the use of an identified asset,

- (2) The Company has substantially all of the economic benefits from use of the identified asset, and
- (3) The Company has the right to direct the use of the identified asset.

Company as a lessee

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments over the lease term. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company adopts the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, exercise price of a purchase option and payments of penalties for terminating the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. The lease payments on short-term leases and leases of low-value assets are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

Leases where the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term.

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations cover the useful life of the project.

Impairment losses are recognised in the Statement of profit and loss.

For impairment of assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount.

h. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Equity instrument in subsidiary carried at cost.

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in the finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

As at March 31, 2021, the Company does not have any debt instrument measured at FVTPL or FVTOCI.

Equity investments

All equity investment (other than equity investment in subsidiary) in scope of Ind AS 109 are measured at fair value. Equity instruments in subsidiary are carried at cost in financial Statements less impairments, if any. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's standalone balance sheet) when:

- The contractual rights to receive cash flows from the asset have expired, or
- When the Company transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralized borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is reclassified to profit or loss. In contrast, on derecognition of an investment in an equity instrument which the Company has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in a separate component of equity is not reclassified to profit or loss, but is transferred to retained earnings.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- b) Trade receivables or any contractual right to receive cash or another financial asset.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L).

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i. Foreign currency

Transactions in foreign currencies are initially recorded by the company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

j. Retirement and other employee benefits

1 Defined Contribution Plan:

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

2 Defined Benefit Plan:

The Employee's Gratuity Fund Scheme, which is defined benefit plan, is managed by Trust maintained with ICICI Prudential Life Insurance company Limited and Bajaj Allianz. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Company contributes to the Company Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds with ICICI Prudential Life Insurance company Limited and Bajaj Allianz is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note no 31.3

The Company recognises the following changes in the net defined benefit obligation under Employee benefit expense in the statement of profit or loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

3 Other Long Term Employee Benefits:

Compensated Absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

k. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences

originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

i. Non Current Assets held for sale

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The company treats sale/ distribution of the asset or disposal company to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

m. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o. Contingent Liability

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p. Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q. Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

r. Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

As on the reporting date, the Company does not have any financial instrument which has been measured either through FVTPL or FVTOCI.

s. Current versus Non-Current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- 1 Expected to be realised or intended to be sold or consumed in normal operating cycle
- 2 Held primarily for the purpose of trading
- 3 Expected to be realised within twelve months after the reporting period, or
- 4 Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- 1 It is expected to be settled in normal operating cycle
- 2 It is held primarily for the purpose of trading
- 3 It is due to be settled within twelve months after the reporting period, or
- 4 There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

t. Going concern

The directors here, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

u. Subsequent events

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the financial statements considering the nature of the transaction.

3 PROPERTY, PLANT AND EQUIPMENT

PROPERTY, PLANT AND EQUIPMENT											
Particulars	Hydraulic Work	Building and Roads	Computers & Networks	Electric Installations	Freehold Land	Furniture and Fixtures	Office Equipments	Plant & Equipment	Transmission Line	Vehicles	Total
Gross Block											
As at April 1, 2019	83,643.19	27,217.43	71.85	447.67	3,055.81	142.95	137.66	49,209.49	42,367.20	143.17	206,436.42
Additions	-	-	6.43	1.35	-	-	1.02	75.83	-	7.74	92.37
Disposals	-	-	3.55	1.84	-	1.17	1.56	-	-	11.95	20.07
As at March 31, 2020	83,643.19	27,217.43	74.72	447.18	3,055.81	141.78	137.12	49,285.32	42,367.20	138.95	206,508.72
Additions	-	-	6.67	43.96	-	2.61	0.76	13.28	-	15.90	83.17
Disposals	-	-	1.42	0.40	-	0.50	1.37	-	26.60	12.56	42.84
As at March 31, 2021	83,643.19	27,217.43	79.98	490.75	3,055.81	143.89	136.51	49,298.60	42,340.60	142.28	206,549.05
Accumulated depreciation											
As at April 1, 2019	23,117.72	18,456.05	60.85	379.79	-	130.25	93.38	14,745.75	12,178.27	71.18	69,233.24
Charge for the year	1,776.90	2,296.64	4.70	13.60	-	1.07	8.98	1,037.61	891.99	12.52	6,044.00
Disposals	-	-	3.43	1.72	-	0.89	1.48	-	-	11.34	18.86
As at March 31, 2020	24,894.62	20,752.69	62.12	391.67	-	130.43	100.88	15,783.36	13,070.26	72.35	75,258.38
Charge for the year	1,772.04	1,645.01	5.27	11.39	-	1.16	12.53	1,036.11	889.55	12.65	5,385.72
Disposals	-	-	1.34	0.38	-	0.28	1.30	-	8.21	11.74	23.26
As at March 31, 2021	26,666.66	22,397.70	66.05	402.68	-	131.31	112.11	16,819.47	13,951.60	73.25	80,620.84
Net Block as at March 31, 2020	58,748.57	6,464.74	12.60	55.51	3,055.81	11.35	36.24	33,501.96	29,296.94	66.60	131,250.34
Net Block as at March 31, 2021	56,976.53	4,819.73	13.93	88.07	3,055.81	12.58	24.40	32,479.13	28,389.00	69.03	125,928.21

NOTES:

All the assets are owned by the Company except as mentioned otherwise.

1. Building and roads includes cost of roads ₹ 129.03 lakhs constructed on land acquired for the project.
2. Gross block of transmission line includes payment for 'Rights to use' amounting to ₹ 5,253.98 Lakhs and accumulated depreciation of ₹ 1,384.39 lakhs as on March 31, 2021 (including depreciation charged during the year is of ₹ 131.35 lakhs). 'Right to use' is an irrevocable perpetual right of use of land, but the ownership of land does not vest with the Company.
3. Land includes ₹ 2,999.04 lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of Company has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers amounting ₹ 705.75 lakhs and the mutation is in progress.
4. Refer note # 14 for the information on Property, Plant and Equipment pledged as security.

4. LOANS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Unsecured, considered good (measured at amortised cost)				
Security deposits	7.34	7.34	-	-
Loans to employees	16.25	17.55	18.59	18.67
Total	23.59	24.89	18.59	18.67

5. OTHER FINANCIAL ASSETS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Interest accrued on banks deposits	-	-	109.24	115.82
Unbilled Revenue	-	-	64.11	207.66
Amount paid under protest#	35.00	35.00	-	-
Deposits with original maturity period of more than 12 months*	3.40	3.40	-	-
Total	38.40	38.40	173.35	323.48

*Fixed deposit of ₹ 3.40 Lakhs (previous year ₹ 3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority

#Refer note 29.1(c)

6. OTHER ASSETS (₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Advances to employees	-	-	23.03	30.56
Prepaid expenses	6.70	-	97.19	99.48
Advances to Suppliers				
- Unsecured, considered good	-	-	52.91	48.26
- Unsecured, considered doubtful	-	-	24.40	24.40
Less: provision for doubtful advances	-	-	(24.40)	(24.40)
Total	6.70	-	173.13	178.30

7. INVENTORIES (LOWER OF COST AND NET REALIZABLE VALUE) (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Stores and spares*	883.39	884.76
Scrap	2.03	8.48
Total	885.42	893.24

* Includes store lying with third parties

8. TRADE RECEIVABLES (₹ in Lakhs)

Particulars	Non-Current*		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Trade receivables				
- Unsecured, considered good	2,921.85	2,716.98	667.22	466.31
- Credit impaired	316.68	316.68	-	-
Less : Provision for expected credit loss	(316.68)	(316.68)	-	-
Total	2,921.85	2,716.98	667.22	466.31

* Refer Note No. 29.3 (ii) and (iii)

9. CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Balances with banks:		
- Current accounts	125.05	369.02
- In Deposit Accounts (with original maturity less than 3 months)	1,080.00	2,650.00
Cash on hand	2.32	4.33
Total	1,207.37	3,023.35

10. BANK BALANCES

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Margin money (held as security)*	2,932.60	3,733.85
In deposit account	1,446.00	1,490.00
Total	4,378.60	5,223.85

*Out of total margin money ₹ 2,414 lakhs (previous year ₹ 3,700 lakhs) held as margin money with IDBI Trustee for repayments of borrowings and balance held as security deposit with banks for non fund based limit.

11. DEFERRED TAX

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognized only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax assets can be realized, the Company has not recognized deferred tax asset to the extent of ₹ 7,979.67 lakhs (Previous year ₹ 7,421.15) as on March 31, 2021.

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Tax effects constituting deferred tax assets		
Brought forward depreciation	28,946.27	29,403.45
Provision for employee benefits	47.86	72.55
MAT credit entitlement	1,809.87	1,320.64
Total Deferred tax assets (a)	30,804.00	30,796.64
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	(22,824.33)	(23,375.49)
Total Deferred tax liabilities (b)	(22,824.33)	(23,375.49)
Net deferred tax asset (a) +(b)	7,979.67	7,421.15

12. SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Authorized Shares		
700,000,000 (previous year 700,000,000) equity shares of ₹ 10 each	70,000.00	70,000.00
Issued, Subscribed and fully paid-up shares		
560,152,841 (previous year 560,152,841) equity shares of ₹ 10 each fully paid	56,015.28	56,015.28
Total	56,015.28	56,015.28

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2021		As at March 31, 2020	
	Numbers of shares	(₹ in lakhs)	Numbers of shares	(₹ in lakhs)
Shares outstanding at the beginning of the year	560,152,841	56,015.28	560,152,841	56,015.28
Movement during the year	-	-	-	-
Shares outstanding at the end of the year	560,152,841	56,015.28	560,152,841	56,015.28

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Detail of shares held by the holding company:

Particulars	As at March 31, 2021		As at March 31, 2020	
	Numbers of shares	(₹ in lakhs)	Numbers of shares	(₹ in lakhs)
Malana Power Company Limited, the holding company, alongwith its nominees	492,955,640	49,295.56	492,955,640	49,295.56

(d) Details of shareholders holding more than 5% shares in the Company:

Particulars	As at March 31, 2021		As at March 31, 2020	
	Numbers of shares	(in %)	Numbers of shares	(in %)
Name of the Share Holders				
Malana Power Company Limited	492,955,640	88.00%	492,955,640	88.00%
International Finance Corporation, Washington	67,197,201	12.00%	67,197,201	12.00%

As per the records of the Company, including its register of shareholders/members, the above shareholding represents both legal & beneficial ownership of shares.

13. OTHER EQUITY

Particulars	(₹ in lakhs)
(A) Retained earnings:	
Balance as at April 1, 2019	(14,673.30)
Profit for the year	2,856.66
Other comprehensive loss	(67.04)
Balance as at March 31, 2020	(11,883.68)
Profit for the year	2,168.63
Other comprehensive income (net of tax)	35.00
Balance as at March 31, 2021	(9,680.05)
(B) Deemed Equity Contribution:	
Balance as at April 1, 2019	-
Movement during the year	-
Balance as at March 31, 2020	-
Reclassified during the year [Refer Note 29.3 (iv)]	55,175.89
Balance as at March 31, 2021	55,175.89
Total Other Equity as at March 31, 2021	45,495.84

Nature and Description of Reserves:

Retained earnings:

Retained earnings constitute the accumulated profits earned by the Company till date, less dividend (including dividend distribution tax) and other distribution made to the shareholders.

Deemed Equity Contribution

Deemed equity contribution consists of contribution from the holding company. (Refer Note 29.3 (iv))

14. NON-CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	Non-current	
	As at March 31, 2021	As at March 31, 2020
Term loans		
From banks (secured)	7,925.86	8,088.87
From financial institution (secured)	10,916.11	14,153.82
Other loans		
Loan - holding company (unsecured)*	14,600.00	46,380.00
Total	33,441.97	68,622.69
Less: Current maturities (disclosed in other current financial liabilities)	(3,295.77)	(3,400.78)
Total	30,146.20	65,221.91

14.1 Additional Disclosures

Particulars	Carrying Value	Last Maturity date	Repayment terms
(i) Term Loan from Bank :	(₹ in lakhs)		
IndusInd Bank Limited	7,925.86	August 31, 2027	Balance loan amount is repayable in 28 structured installments
(ii) Term Loan from Financial Institutions:			
International Finance Corporation (Washington)	5,456.22	January 15, 2023	Balance loan amount is repayable in structured 8 quarterly installments.
NIIF Infrastructure Finance Limited	3,948.22	August 31, 2030	Balance loan amount is repayable in structured in 40 Structured installments
India Infradebt Limited	1,511.67	August 31, 2027	Balance loan amount is repayable in structured in 28 structured installments.
(iii) Loan and advances from related party - holding company (unsecured)			
Malana Power Company Limited (Unsecured)	46,380.00	-	Subordinated loan agreement between the Company and the holding company. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full.
Less: Reclassified to Other Equity during the year [Refer Note 29.3 (iv)]	(31,780.00)		
Net loans and advances from related party-Holding Company	14,600.00		
Total	33,441.97		

(i) Term Loan from Bank :

The Company has taken Indian Rupee term loans from IndusInd Bank Limited. The loan is carrying fixed interest @ 8.00% per annum from Aug 01, 2020 till July 31st, 2021, which was @ 9.15% per annum in previous year and upto July 31, 2020.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(ii) Term Loan from Financial Institutions:

(i) Term loan from a financial institution (represents loan from IFC, Washington, also a minority shareholder) was taken during the financial year 2009–10 to 2011-12 fixed interest @ 10.18% to 11.50% per annum.

Secured by way of first charge and mortgage on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(ii) The Company had taken Indian Rupee term loans from NIIF Infrastructure Finance Limited carrying fixed interest @ 9.65% per annum fixed for 5 years.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

- (iii) The Company has taken Indian Rupee term loans from India Infradebt Ltd. Carrying interest @ 9.65% per annum (fixed for 5 years).

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows, all bank accounts etc., present and future, of the Company, on pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹ 8,000 lakhs) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(iii) Loan and advances from related party - holding company (unsecured)*

Term loan from holding company is unsecured and was given between the year 2006 to 2009 under the erstwhile Companies Act, 1956 as per the terms of the subordinated loan agreement between the company and the holding company. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full and the interest thereon is payable as per the conditions stipulated in the financing agreements. Also, refer note 29.3 (iv).

15. TAX (ASSETS)/LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for income tax	-	-	149.15	249.07
Advance income tax (net of provisions of ₹ 640.76 lakhs, ₹ 668.92 lakhs in 2019-20)	(11.10)	(22.34)	-	-
Tax (assets)/liabilities	(11.10)	(22.34)	149.15	249.07

16. OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Capital creditors	-	-	6.74	12.81
Interest accrued but not due on loan from holding company	23,395.89	29,606.17	-	-
Less: Reclassified to Other Equity during the year [Refer Note 29.3 (iv)]	(23,395.89)	-	-	-
Net interest accrued but not due on loan from Holding Company	-	29,606.17	-	-
Current maturities of long term borrowings	-	-	3,295.77	3,400.78
Deposit from contractors and others	-	-	9.42	8.78
Interest accrued but not due on loan from bank and financial institutions	-	-	121.77	188.98
Total	-	29,606.17	3,433.70	3,611.35

17. PROVISIONS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits:				
- Gratuity (Refer Note No. 31.3)	-	-	-	84.20
- Compensated absences (Refer Note No. 31.3)	158.18	155.28	6.18	9.67
Total	158.18	155.28	6.18	93.87

18. TRADE PAYABLES*

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Trade payables				
- total outstanding dues of micro and small enterprises (Refer Note below)	-	-	-	-
- total outstanding dues of creditors other than micro and small enterprises	-	-	883.79	844.56
Total	-	-	883.79	844.56

*There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

19. OTHER LIABILITIES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Statutory liabilities	64.33	151.52
Advance received for tower rerouting work	80.88	114.82
Total	145.21	266.34

20. REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Revenue from power supply	16,944.48	20,939.56
b) Revenue from transmission income	675.41	2,460.15
Revenue from Operations (net)	17,619.89	23,399.71

21. OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Interest income		
i) Financial assets held at Amortised cost		
- Interest on bank deposits	522.25	740.11
- Interest on employee loan	0.42	0.70
ii) Others		
- Interest on Income tax refund	-	6.60
b) Others non operating income		
- Sale of certified emission reductions	236.82	11.25
- Insurance claim	358.02	-
- Miscellaneous income	212.53	58.64
c) Other gains		
- Gain on disposal of property, plant and equipment ("net")	11.32	17.54
Total	1,341.36	834.84

22. EMPLOYEE BENEFITS EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Salaries, wages and bonus	1,199.80	1,216.84
Contribution to provident and other funds (Refer Note no. 31.1)	71.27	72.86
Gratuity expenses (Refer Note no. 31.3)	35.01	17.67
Compensated absences expenses (Refer Note no. 31.3)	4.05	36.21
Workmen and staff welfare expenses	57.71	89.50
Total	1,367.84	1,433.08

23. FINANCE COSTS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Interest cost		
- Interest on term loans	1,898.82	2,885.43
- On sub debt loan [Refer Note 29.3 (iv)]	1,394.30	4,753.95
- On debentures	-	49.57
- Interest others	14.74	-
b) Other borrowing costs		
- Financial and bank charges	555.37	26.40
Total	3,863.23	7,715.35

24. DEPRECIATION AND AMORTISATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Depreciation on property, plant and equipment	5,385.72	6,043.99
Total	5,385.72	6,043.99

25. OTHER EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Stores, spares & other consumables	304.14	595.54
Rent	47.68	42.30
Power and fuel	82.30	80.78
Repair and maintenance		
- Civil work	166.06	209.23
- Plant and machinery	284.81	121.29
- Others	19.10	24.25
Rates and taxes	0.83	1.99
Insurance	294.72	267.96
Payment to auditor (Refer Note (1) below)	16.14	15.94
Traveling and conveyance	17.63	26.53
Legal and professional expenses	211.96	184.14
Security arrangement expense	156.79	141.46
Social welfare expenses	18.65	33.54
Corporate social responsibility expenses (Refer Note (2) below)	50.50	64.87
Vehicle running and hiring expenses	90.75	93.17
Miscellaneous expenses	177.71	125.41
Total	1,939.77	2,028.40

Notes :**(i) Payment to auditors:**

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
- Audit fee	15.34	15.34
- Fee for certification	-	0.53
- For reimbursement of expenses	0.80	0.07
Total	16.14	15.94

(2) Corporate social responsibility expenditure

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Amount required to be spent as per Section 135 of the Act	46.15	25.50
b) Amount spent during the year on the following:		
(i) Construction/Acquisition of any asset	0.76	0.76
(ii) On purposes other than (i) above	49.74	64.11
Total (i) + (ii)	50.50	64.87

Amount unspent as on March 31, 2021 is ₹ Nil (Previous year ₹ Nil)

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26. TAX EXPENSE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Current tax (Minimum Alternate Tax)	489.23	625.81
Total	489.23	625.81

(a) The income tax expense for the year can be reconciled to the profit before tax as follows: (₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Accounting profit before Income-tax	2,657.86	3,482.46
At India's statutory income tax rate of 29.12%	773.97	1,014.09
Tax effect of depreciation and expenses that are not deductible for determining taxable profits	(322.50)	(106.69)
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(41.38)	(1.97)
	410.09	905.44
Tax expense	410.09	905.44
Less: Set off of carried forward unabsorbed depreciation	(410.09)	(905.44)
Net Income tax expense	-	-
Add: MAT on book profits	489.23	625.81
Income tax expenses reported in the Statement of Profit & Loss	489.23	625.81

(b) Items on which Deferred tax asset has not been recognized* (₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Unabsorbed depreciation brought/carried forward	6,121.93	6,100.51
Provision for employee benefits	47.86	-
MAT credit entitlement	1,809.87	1,320.64
Total	7,979.67	7,421.15

*Refer Note 11

27. EARNING PER SHARE (₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Profit for the year attributable to owners of the Company (₹ in lakhs) (a)	2,168.63	2,856.65
Weighted average number of equity shares for the purpose of basic and diluted earning per share (No. of share in lakhs) (b)	5,601.53	5,601.53
Basic and Diluted earning per share (in ₹) [(a) / (b)]	0.39	0.51
Diluted earning per share	0.39	0.51

28. SEGMENT REPORTING

The Company's activities involves generation and sale of hydro power. Also, the Company generates income from usage of its owned transmission line. Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Segment Reporting'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

Revenue of the Company is majorly from sale of electricity to two major customers.

29. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

29.1 Contingent Liabilities* (₹ in Lakhs)

Particulars	March 31, 2021	March 31, 2020
Claims against the Company not acknowledged as debt:		
Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	1,459.58	1,459.58
Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	99.75	99.75
Demand of lease rentals by Himachal Pradesh Govt. for diverted forest land (refer note (d) below)	-	-

* Company believes that these claims/demands are not probable to be decided against the Company and therefore, no provision for the above is required.

Notes:

- (a) During the financial year 2012-2013, the Cess Assessing Officer vide order dated January 23, 2013 had raised a demand of ₹ 1,459.58 lakhs on the Company under the Building & Other Construction Workers Welfare Cess Act, 1996

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("BOCW Act") for the period from January 01, 2005 to July 31, 2012. The Company is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 08, 2008 to July 01, 2010 (i.e from the date when the rules were notified and up to the date when factory license was granted to the Company). In view of this, there is no question of payment of Cess prior to December 8, 2008 as demand has no justification or legal sanctity. The amount so determined based on the Company's view has been already paid. The Company had filed a writ petition before the High Court of Himachal Pradesh for the above said demand. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand. The matter is presently pending for adjudication with no fixed date.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed necessary in the financial statements in this regard.

- (b) During 2006, Directorate of Energy (DOE) of Himachal Pradesh had raised a demand of ₹ 1,427 lakhs on the Company towards local area development fund (LADF). The amount was determined considering 1.5% of the final cost of the project of the Company of ₹ 1,60,700 lakhs (after considering the expenses already incurred by the Company of ₹ 984 lakhs). The determination was based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 05, 2011. However, the management is of the view that the amount should be computed @ 1.5% of the total capital cost as reflected in Detailed Project Report of the Company i.e. ₹ 92,200 lakhs in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh. Further, the DOE had not considered the total amount incurred and deposited by the Company aggregating to ₹ 1,423 lakhs. Had these been considered/computed appropriately, the above demand would not arise. Management is of the view that the Company has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand. Management is of the view that no provision is deemed necessary in the financial statements in this regard.
- (c) The Department of Fisheries vide letter dated January 04, 2013 directed the Company to pay an amount of ₹ 99.75 lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. Management is of the view that the Company is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required.

The Company has filed a writ petition in High Court of Himachal Pradesh and is contesting the same on the ground that the streams identified in respect of ADHPL project are not covered in the negative list issued by Fisheries Department. The Company has deposited under protest an amount of Rs. 35 lakhs as per interim order of High Court of Himachal Pradesh. The Hon'ble High Court of Himachal Pradesh has granted stay on the said demand.

- (d) The Company is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the Company is remote and thus these cases will not have any material impact on the financial statements and no provision is required.
- (e) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952. Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company for the previous periods, if any, cannot be ascertained.

29.2 Commitments

- (a) The Company had entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. The Company has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010. This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss. Besides, in accordance with implementation agreement with Government of Himachal Pradesh (GOHP), the company shall provide 12% of its deliverable energy free of cost to GOHP.
- (b) The Company has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The Company does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

29.3 Other matters

(i) Impairment of Property, Plant and Equipment's

As on March 31, 2021, the Company has net worth of ₹ 1,01,511.12 lakhs (Previous Year ₹ 44,131.60 lakhs) and has accumulated losses of ₹ 9,680.05 lakhs as at March 31, 2021. Based on nancial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel,

management believes that profits will continue to accrue on account of expected increase in tariff and hence no adjustments are required to the carrying amount of property, plant and equipment on account of impairment and the Company will have sufficient cash flow to meet its future obligations.

(ii) Dispute related to parties using the transmission line

On October 17, 2019, the Central Electricity Regulatory Commission (CERC) passed an Order on the Dedicated Transmission System of the Company for using the transmission line for transmitting the energy in which CERC stated the following:

- (a) With regards to transmission charges, CERC approved the capital cost of Dedicated Transmission System at ₹ 23,892 lakhs as against the capital cost submitted by the Company of ₹ 41,661 lakhs (on the date of COD)/ ₹ 45,284 lakhs (with additional capitalization) and accordingly determined the annual fixed cost (Transmission Tariff) for using transmission line for the period 2011-12 to 2018-19. The Company has estimated an amount aggregating to ₹ 9,668.08 lakhs being additional amount invoiced over and above the amount which should have been invoiced based on capital cost and fixed cost determined by CERC for the above stated period for three parties using the transmission line. The management is of the view that the methods used to derive the capital cost by the CERC are not in accordance with the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations ("regulations") for the period 2009-14 and 2014-19 and Electricity Act, 2003.

With respect to matter detailed in (a) above, the Company had filed an appeal against the CERC Order before Appellate Tribunal for Electricity (APTEL) in October 2019. APTEL vide Order dated October 17, 2019 stayed the CERC's order so far as raising adjustment of previously raised bills were concerned along with the direction to continue to issue the future bills in accordance with the CERC Order till the appeal is finally disposed-off. The Respondents were directed to pay charges in terms of the order for use of the transmission line of ADHPL. The Company has accordingly started raising the invoices based on the CERC order effective 18th October, 2019 and recognized as transmission income.

Accordingly, trade receivables aggregating to ₹ 3,504.85 lakhs are considered good and fully recoverable and in the opinion of the Management no provision is required towards amount already collected from the users of Dedicated Transmission Line till March 31, 2021 aggregating to ₹ 6,163.23 lakhs.

Pending litigation and final decision on the appeal by APTEL, the Management, based on the legal opinion, is of the view that the above CERC Order is not legally tenable and would not have any material liability on the Company.

- (b) With regards to transmission losses, CERC directed to share the losses between the parties using the transmission line on the basis of weekly average losses in proportion to the scheduled energy on weekly basis instead of a flat charge of 4.75% charged by the Company as per the Interim Power Transmission Agreement (IPTA) signed between parties and accordingly directed the Northern Regional Load Despatch Centre (NRLDC) to re-compute the same which is presently under stay. However, the management is confident that the actual transmission losses to be computed by NRLDC would not be materially different in comparison with current flat charge of 4.75% and there would not be any material impact on the financial statements.

(iii) Dispute with Himachal Pradesh State Electricity Board Limited (HPSEBL)

Himachal Pradesh State Electricity Board Limited (HPSEBL) had withheld an amount of ₹ 316.68 lakhs on account of energy not supplied to them because of shut down of plant on date August 20, 2010. The Company had initiated the arbitration proceedings to recover the said amount. In 2015, the Hon'ble Arbitrator had decided the matter in favour of HPSEBL against which the Company has preferred an appeal before the Hon'ble High Court of Shimla. Currently the matter is under adjudication. The management is of the view that it had already informed HPSEBL about the shut down as the schedule was given of Nil power for the period of shut down, therefore the claim of HPSEBL is not legally tenable. However the entire receivable of ₹ 316.68 lakhs has been provided by the Company in the earlier years.

(iv) Sub debt received from Malana Power Company Limited (MPCL)

In 2009, the Company had received sub debt from MPCL amounting to ₹ 46,380 lakhs at market interest rate and this sub debt was classified as Loans on transition to Ind AS based on intention of the parties at that point of time. Subsequent to the year end, on May 12, 2021, the Company and MPCL have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780 lakhs out of total sub debt of ₹ 46,380 lakhs and accumulated interest of ₹ 23,395.89 lakhs on total debt as follows:

Interest on sub debt of ₹ 31,780 lakhs will be Nil from April 01, 2020. At the discretion of the Company, the Company can repay ₹ 31,780 lakhs and ₹ 23,395.89 lakhs out of distributable profits of the Company and it can be paid only after making dividend payments to the equity shareholders of the Company or as per the agreement signed between the Company, MPCL and IFC.

Based on the above modification, the Company has derecognized the loan liability and accumulated interest payable and transferred the balances to Deemed Equity Contribution and presented under "Deemed Equity Contribution" under Other Equity.

The balance sub debt amounting to ₹ 14,600 lakhs carry interest rate of 9.55% per annum.

30 RELATED PARTY DISCLOSURES

Disclosures as required by Ind AS 24 – “Related Party Disclosures” are as follow:

a) Names of related parties and description of relationship

Description of relationship	Name of related party
Ultimate Holding Company	Bhilwara Energy Limited
Holding Company	Malana Power Company Limited
Enterprise having significant influence over the company	Statkraft Holding Singapore Pte. Limited (SHSPL)
Fellow Subsidiary Companies Key Management Personnel*	Indo Canadian Consultancy Services Limited Mr. Ravi Jhunjhunwala (Director) Mr. R.P. Goel, Whole Time Director (Cessation w.e.f. November 28, 2019) Pankaj Kapoor (Manager) (Appointed w.e.f. February 04, 2020)
Enterprises on which Statkraft Holding Singapore Limited (SHSPL) has significant influence	Statkraft Market Pvt Ltd, India
Trust under common control	i) AD Hydro Power Limited Employees Group Gratuity Trust ii) AD Hydro Power Limited Sr. Executive Group Superannuation Scheme Trust

*Additional related parties identified as per Companies Act, 2013

Non-Executive Director, CEO and CFO	Mr. O P Ajmera
Company Secretary	Mr. Arvind Gupta

b) Names and details of transaction of related parties during the year are as follows:

Transaction with related parties

(₹ in Lakhs)

Nature of Transaction	Ultimate Holding Company/ Enterprises having significant influence over the Company		Holding Company/ Enterprises having significant influence over the Company		Key Management Personnel		Subsidiary/Fellow subsidiary Company		Trust under common control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year										
(i) Remuneration paid										
a) Mr. R.P.Goel	-	-	-	-	-	29.63	-	-	-	-
b) Mr. Pankaj Kapoor	-	-	-	-	30.24	4.79	-	-	-	-
(ii) Consultancy service charges paid to:										
Indo Canadian Consultancy Services Limited	-	-	-	-	-	-	10.04	7.27	-	-
(iii) Reimbursement of expenses paid to:										
a) Malana Power Company Limited	-	-	0.22	0.23	-	-	-	-	-	-
b) Bhiliwara Energy Limited	0.57	8.21	-	-	-	-	-	-	-	-
(iv) Interest on unsecured loan given to:										
Malana Power Company Limited	-	-	1,394.30	4,753.95	-	-	-	-	-	-
(v) Professional expenses paid to:										
Statkraft Market Pvt Ltd	-	-	46.28	68.82	-	-	-	-	-	-
(vi) Contribution made in Trust:										
a) AD Hydro Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	-	34.32
b) AD Hydro Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	3.69	1.50
(viii) Benefits paid on behalf of Trust:										
a) AD Hydro Power Company Ltd Employee Group Gratuity Trust	-	-	-	-	-	-	-	-	12.68	20.42
b) AD Hydro Power Company Ltd Sr. Executive Group Superannuation Trust	-	-	-	-	-	-	-	-	-	18.50
Balances Receivable:										
a) Statkraft Market Private Limited	-	127.54	64.14	-	-	-	-	-	-	-
Balances Payable:										
a) Unsecured Loan taken from Malana Power Company Limited	-	-	14,600.00	46,380.00	-	-	-	-	-	-
b) Interest on Unsecured Loan taken from Malana Power Company Limited	-	-	-	29,606.17	-	-	-	-	-	-
Guarantees received by the Company :										
The Company has received guarantees for the lenders of the Company from the holding Company, in favour of IDBI Trustee acting as security trustee for senior lenders of the Company for the maximum amount for which the Company may be contingently liable during next 12 month. Subsequent to the year end, on May 12, 2021, the Company and MPCL have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780 lakhs out of total sub debt of ₹ 46,380 lakhs and accumulated interest of ₹ 23,395.89 lakhs on total debt. Refer Note 29.3 (iv)										
			3,309.47	3,416.66						

c) **Compensation of Key Management Personnel** (₹ in Lakhs)

Particulars	Mr. R P Goel		Mr. Pankaj Kapoor	
	Whole Time Director		Manager	
	For the year ended March 31, 2021	For the year ended March 31, 2020	For the year ended March 31, 2021	For the year ended March 31, 2020
Short Term Benefit#	-	29.63	28.86	4.57
Defined Contribution Plan	-	-	1.38	0.22
Total	-	29.63	30.24	4.79

does not include post-employment benefits and other long term employee benefits as these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

31 EMPLOYEE BENEFIT PLAN**31.1 Defined contribution plan****i) Superannuation Fund**

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company does not carry any further obligations, apart from the contributions made on a monthly basis. The Company recognized ₹ 3.69 lakhs (previous year ₹ 4.75 lakhs) in the statement of profit and loss account. (Refer note 22)

ii) Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 67.58 lakhs (previous year ₹ 68.11 lakhs) in the statement of profit and loss account. (Refer note 22)

31.2 Details of defined benefit plan and long term employee benefit plan**i) Gratuity Fund**

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

ii) Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

31.3 Disclosure required for Gratuity and Compensated absence in accordance with Ind AS-19 "Employee Benefits" are set out in the table below:**i) Current and Non – Current classification in Balance Sheet** (₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Current	Non-current	Total	Current	Non-current	Total
Compensated absence obligation	6.18	158.19	164.37	9.67	155.28	164.95
Gratuity:						
- Present value of funded defined benefit obligation	-	-	262.70	-	-	281.63
Fair value of plan assets	-	-	303.57	-	-	196.92
(Net defined benefit obligation)/ Surplus recognized in balance sheet	40.87	-	40.87	(84.71)	-	(84.71)

ii) Movement in the present value of Gratuity and Compensated absences (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Present value of obligation as at the beginning of the period	261.42	188.62	164.95	128.81
Interest Cost	17.65	14.69	11.13	10.03
Current Service Cost	17.36	16.59	13.29	12.81
Benefits Paid	(12.68)	(20.42)	-	(0.08)
Actuarial (Gain)/Loss on obligation	(21.05)	61.94	(25.01)	13.38
Present value of obligation as at the End of the period	262.70	261.42	164.36	164.95

iii) The amounts recognized in the Statement of Profit and Loss account (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Service Cost	17.36	16.59	13.30	12.81
Net Interest Cost	17.65	1.08	11.13	10.03
Remeasurements	-	-	(20.38)	13.37
Expense recognized in the Income Statement	35.01	17.67	4.05	36.21

iv) Amount recorded as Re-measurement Gain / (Loss) in Other Comprehensive Income (OCI) (₹ in Lakhs)

Particulars	Gratuity	
	March 31, 2021	March 31, 2020
Actuarial gain / (loss) for the year on PBO	21.05	(61.94)
Actuarial gain /(loss) for the year on Asset	21.84	(5.11)
Defined benefit cost recognized in other comprehensive income/(loss)	42.89	(67.04)

v) Movement in the fair value of plan assets (₹ in Lakhs)

Particulars	Gratuity	
	March 31, 2021	March 31, 2020
Fair value of plan assets at the beginning of the year	196.93	174.51
Actual return on plan assets	35.13	8.51
Employer contribution	84.20	34.33
Benefits paid	(12.69)	(20.42)
Fair value of plan assets at the end of the year	303.57	196.93

vi) Major categories of plan assets (as percentage of total plan assets) (₹ in Lakhs)

Particulars	Gratuity	
	March 31, 2021	March 31, 2020
Government of India Securities	-	-
State Government securities	-	-
High Quality Corporate Bonds	-	-
Equity Shares of listed companies	-	-
Property	-	-
Funds Managed by Insurer	100%	100%
Bank Balance	-	-
Total	100%	100%

vii) Principal Actuarial Assumptions (₹ in Lakhs)

Particulars	Gratuity		Compensated absences	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
i) Discounting Rate	6.80	6.75	6.80	6.75
ii) Future salary Increase	5.50	5.50	5.50	5.50
i) Retirement Age (Years)	60	60	60	60
ii) Mortality rates inclusive of provision for disability	100 % of IALM (2012-14)		100 % of IALM (2012-14)	
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)	Withdrawal Rate (%)
18 to 30 Years	3.00	3.00	3.00	3.00
30 to 45 years	2.00	2.00	2.00	2.00
Above 45 years	1.00	1.00	1.00	1.00

Note:

- (a) Discount rate is based on the prevailing market yields of Govt. of India Securities as at Balance Sheet date for the estimated term of the obligations.
- (b) The estimate of future salary increased considered, takes into account the inflation, seniority, promotion, increment and other relevant factors.

viii) Sensitivity Analysis of the defined benefit obligation

Sensitivity of gross defined benefit obligation as mentioned above, in case of change of significant assumptions would be as under:

		(₹ in Lakhs)
Particulars		Gratuity
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period		264.22
Impact due to increase of 0.50%		(14.70)
Impact due to decrease of 0.50%		15.91
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period		264.22
Impact due to increase of 0.50%		16.04
Impact due to decrease of 0.50%		(14.94)

Note:

- (a) Sensitivities due to mortality & withdrawals are not material & hence impact of change not calculated.
- (b) Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

viii) Maturity Profile of defined benefit obligation (₹ in Lakhs)

Expected cash flow for next 10 years	Gratuity
0 to 1 Year	6.24
1 to 2 Year	9.87
2 to 3 Year	6.10
3 to 4 Year	4.86
4 to 5 Year	15.81
5 to 6 Year	6.20
6 Year onwards	215.14

32 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The Company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analyses in the following sections relate to the position of financial assets and financial liabilities as at March 31, 2021 and March 31, 2020.

I Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is not exposed to any foreign currency risk as there is no material transaction in foreign currency.

II Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

III Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:

(₹ in Lakhs)		
Particulars	March 31, 2021	March 31, 2020
Variable rate borrowings	-	-
Fixed rate borrowings	33,441.97	68,622.69
Total	33,441.97	68,622.69

(a) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarises the impact of increase and decrease of profit before tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2021 and March 31, 2020.

(₹ in Lakhs)		
Particulars	March 31, 2021	March 31, 2020
Impact on Profit due to:		
Effect on Profit if Interest Rate - decrease by 25 basis points	-	-
Effect on Profit if Interest Rate - increases by 25 basis points	-	-

(b) Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

(c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

(i) Financial assets to which loss allowance is measured using lifetime /12 months Expected Credit Loss (ECL) as on March 31, 2021.

(₹ in Lakhs)

Financial assets to which loss allowance is measured using lifetime/ 12 months Expected credit loss(ECL)	March 31, 2021			March 31, 2020		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Loans to employees	34.84	-	34.84	36.21	-	36.21
Security Deposits	7.34	-	7.34	7.34	-	7.34
Trade Receivables	3,905.76	316.68	3,589.07	3,499.98	316.68	3,183.30
Cash and Cash Equivalents	1,207.37	-	1,207.37	3,023.35	-	3,023.35
Bank Balances	4,378.60	-	4,378.60	5,223.85	-	5,223.85
Others	211.75	-	211.75	361.88	-	361.88
Total	9,745.66	316.68	9,428.97	12,152.61	316.68	11,835.93

The Company is in the power generation sector. The Company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers. Hence, the Company has not provided for any discounting on time value of money.

(ii) Movement in expected credit loss allowance on trade receivables

The following table summarizes the change in the loss allowances measured using life-time expected credit loss model:

(₹ in Lakhs)

Particulars	March 31, 2021	March 31, 2020
Balance at the beginning of the year	316.68	316.68
Add : Provision for expected credit loss recognize during the year	-	-
Less : Provision reverse during the year	-	-
Balance at the end of the year	316.68	316.68

(d) Liquidity risk

Liquidity risk is defined as the risk that Company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Lakhs)

As at March 31, 2021	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	3,295.77	5,293.45	24,852.75	33,441.97
Trade payables	883.79	-	-	883.79
Capital Creditors	6.74	-	-	6.74
Interest accrued but not due on loan from financial institution	121.77	-	-	121.77
Sundry Deposits	9.42	-	-	9.42

(₹ in Lakhs)

As at March 31, 2020	Less than 12 months	12 months to 3 years	More than 3 years	Total
Borrowings	3,400.78	7,409.71	57,812.20	68,622.69
Trade payables	844.56	-	-	844.56
Interest Accrued but not due from holding company	4,278.56	9,183.24	16,144.37	29,606.17
Capital Creditors	12.81	-	-	12.81
Interest accrued but not due on loan from financial institution	188.98	-	-	188.98
Sundry Deposits	8.78	-	-	8.78

(I) Capital management

(a) Risk management

The Company's objective when managing capital are to:

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)

Divided by

Total equity (as shown in balance sheet)

The gearing ratios were as follows:

(₹ in Lakhs)

Particulars	March 31, 2021	March 31, 2020
Net Debt	32,234.60	65,599.34
Total Equity	101,511.12	44,131.60
Net Debt to Equity Ratio	0.32	1.49

(ii) Financial instruments- accounting classification and fair value measurement

(₹ in Lakhs)

Particulars	March 31, 2021				March 31, 2020			
	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value	Fair value through profit & loss account	Fair value through OCI	Amortised Cost (Carrying Amount)	Fair value
Loan to Employees	-	-	34.84	34.84	-	-	36.21	36.21
Security deposit	-	-	7.34	7.34	-	-	7.34	7.34
Trade receivables	-	-	3,589.07	3,589.07	-	-	3,183.30	3,183.30
Cash and Cash Equivalents	-	-	1,207.37	1,207.37	-	-	3,023.35	3,023.35
Bank Balances	-	-	4,378.60	4,378.60	-	-	5,223.85	5,223.85
Others	-	-	211.75	211.75	-	-	361.88	361.88
Total Financial assets	-	-	9,428.97	9,428.97	-	-	11,835.93	11,835.93
Borrowings	-	-	33,441.97	33,441.97	-	-	68,622.69	68,622.69
Trade Payables	-	-	883.79	883.79	-	-	844.56	844.56
Interest accrued but not due from holding Company	-	-	-	-	-	-	29,606.17	29,606.17
Other Financial liabilities	-	-	121.77	121.77	-	-	188.98	188.98
Sundry Deposit	-	-	9.42	9.42	-	-	8.78	8.78
Capital Creditors	-	-	6.74	6.74	-	-	12.81	12.81
Total financial liabilities	-	-	34,463.69	34,463.69	-	-	99,283.99	99,283.99

- 33** Subsequent to the year end, on May 12, 2021, the Company and MPCL have mutually agreed to modify the terms of repayment of sub debt of ₹ 31,780 lakhs out of total sub debt of ₹ 46,380 lakhs and accumulated interest of ₹ 23,395.89 lakhs on total debt. Refer Note 29.3 (iv).
- 34** Effective April 01, 2019, the Company adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019, on the date of transition, using modified retrospective approach and has taken the cumulative adjustment to retained earnings on the date of initial application. The cumulative effect of applying the standard on retained earnings as of April 1, 2019 and on the profit for the current period and earnings per share is insignificant. Certain assets which are classified under Property, Plant and Equipment, includes Right-of-use asset (ROU) aggregating to ₹ 4,132.29 lakhs as at April 01, 2019 as disclosed in Note 3.
- 35** The Ministry of home affairs issued Order No.40-3/2020 dated March 24, 2020, notified electricity among the essential services in its guidelines which continued to operate during lock down in the crises situation of COVID-19, declared as pandemic by World Health Organization. The Company's business being generation and sale of electricity is covered under essential services which is least impacted due to COVID-19. The Company believes that so far, there is no significant impact of COVID-19 pandemic on the financial position and performance of the Company. Further, the Company is not expecting any significant change in estimates as of now as the Company is running its business and operations as usual without any major disruptions.

Annual Report 2020-21

- 36** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For and on behalf of the Board of Directors of
AD Hydro Power Limited

Ravi Jhunjhunwala
Director
DIN:-00060972

O.P. Ajmera
Director, CEO & CFO
DIN:-00322834

Place : Noida
Date : 12th May, 2021

Rahul Varshney
Director
DIN:-03516721

Arvind Gupta
Company Secretary
M.No.: F7690

ANNUAL REPORT
OF



**INDO CANADIAN CONSULTANCY
SERVICES LIMITED**

CIN : U74899DL1995PLC064168

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Mr. Vimal Banka
Mr. Ajay Uppal
Mr. Gopalakrishnan Lakshminarayanan

KEY EXECUTIVES

Mr. Rakesh Mahajan - Advisor
Mr. S. K. Datta, General Manager - Civil

STATUTORY AUDITORS

M/s. KRA & Associates
Chartered Accountants,
New Delhi

JOINT VENTURE PARTNER

M/s RSW Inc. Canada (Subsidiary of AECOM)

INTERNAL AUDITORS

M/s SAGC & Associates
Chartered Accountants,
New Delhi

BANKERS

ICICI Bank Limited
Yes Bank Limited
HDFC Bank Limited
AXIS Bank Limited
State Bank of India

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (U. P.)

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2020-21

Dear Members,

Your Directors have pleasure in presenting their Twenty Sixth (26th) Annual Report along with the Audited Financial Statement along with the Auditors' Report for the Financial Year ended 31st March, 2021.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial data for the current year and previous year are stated as following:

(Amt. in ₹ Crores)

Particulars	For year ended 31st March, 2021	For year ended 31st March, 2020
Total Income	5.24	5.00
Total Expenditure	3.93	4.76
Profit/(Loss) Before Taxes	1.31	0.25
Taxes/Deferred Taxes	-	-
Profit/(Loss) After Tax	1.31	0.25
Other Comprehensive Income	0.24	0.009
Total Comprehensive Income	1.55	0.259
Basic EPS/Diluted EPS (in ₹ Per Share)	18.58	3.50

The Annual Financial Statement for the financial year 2020-21 is attached to this Annual Report.

2. OVERALL PERFORMANCE

Your Company has earned an income of ₹ 5.24 crores in the Financial Year 2020-21, as compared to the income of ₹ 5.00 crores in the previous Financial Year 2019-20. The expenses of the Company in the Financial Year 2020-21 has decreased to ₹ 3.93 crores as compared to ₹ 4.76 crores in the previous Financial Year 2019-20. The Company has earned a net profit of ₹ 1.31 crores in the financial year 2020-21 as compared to ₹ 0.25 crores in the previous Financial Year 2019-20.

3. STATEMENT OF COMPANY AFFAIRS

During the financial year, the Company has provided consultancy services to a number of hydro power and irrigation projects with a range of services like investigations, due diligence studies, preparation of prefeasibility reports and detailed project reports, detailed design and drawings, technical specification, construction supervision, pre tender engineering, lender's engineer services etc. for ongoing projects and new projects acquired. The company is constantly expanding to new countries for its consultancy services and are looking for ventures in countries of Africa and Nepal.

The Company secured 11 new contracts during the financial year 2020-21 and is actively pursuing new consultancy opportunities for irrigation and hydro power projects in Indian subcontinent and overseas market. The company seeks to expand its operations and acquire new jobs in the core and related sectors of its expertise. The company also wish to collaborate with other prospective partners overseas for new business.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no such material changes or commitments occurred, affecting the financial position of the Company which has occurred between the end of the financial year i.e. 31st March, 2021 and the date of this report.

5. DIVIDEND

Your Director's do not propose any dividend for the financial year under review.

6. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has adequate internal financial controls in place with reference to the financial statements. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control.

7. PERSONNEL

(a) Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith in **Annexure-1**.

8. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2021.

9. RESERVES

No amount was required to be transferred to Reserve.

10. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making investment in CSR Activities so the disclosures as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

11. SHARE CAPITAL

A) Issue of equity shares with differential rights

During the financial year 2020-21, no equity shares have been issued with differential rights.

B) Issue of sweat equity shares

During the financial year 2020-21, no sweat equity shares have been issued.

C) Issue of employee stock options

During the financial year 2020-21, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2020-21 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year under review, there were no orders passed by the regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

14. DIRECTORS

DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

During the year, Mr. Rishabh Jhunjhunwala (DIN: 03104458), Director and Mr. Vimal Banka, Director (DIN: 00322532), Director would retire by rotation in the forthcoming Annual General Meeting of the Company, being eligible shall offer themselves for reappointment.

The Board recommends their re-appointment.

During the year, the following changes occurred in the Directors of the Company:-

• DIRECTORS RETIRE BY ROTATION

During the year, Mr. Om Prakash Ajmera (DIN: 00322834), Director and Mr. Vimal Banka, Director (DIN: 00322532) Director retired by rotation at the 25th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 25th Annual General Meeting of the Company held on 29th September, 2020.

15. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met four (4) times during the financial year 2020-21. The meetings were held on 05th June, 2020, 27th July, 2020, 26th October, 2020 and 28th January, 2021.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Rishabh Jhunjhunwala	Director	Non-Executive Director	4	1

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
2.	Mr. Om Prakash Ajmera	Director	Non-Executive Director	4	4
3.	Mr. Vimal Banka	Director	Non-Executive Director	4	2
4.	Mr. Ajay Uppal	Nominee Director	Nominee Director	4	4
5.	Mr. Gopalakrishnan Lakshminarayanan	Nominee Director	Nominee Director	4	4

16. MEETING OF THE MEMBERS

The Annual General Meeting of the members of the Company was held on 29th September, 2020.

There was no Extra Ordinary General Meeting held during the year under review.

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not done any transactions in terms of Section 186 of the Companies Act, 2013.

19. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aid in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

20. STATUTORY AUDITORS

At the Annual General Meeting held on 24th September, 2018, M/s KRA & Associates, Chartered Accountants, (ICAI Firm Regn. No. 002352N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 28th Annual General Meeting to be held in the Calendar Year, 2023.

Your Directors inform the members that in accordance with the amendment notified by MCA on 7th May, 2018, the requirement of ratification of the appointment of

Statutory Auditors at every Annual General Meeting has been done away.

Further the Auditors have confirmed their eligibility u/s 141 of the Companies Act, 2013 and rules made thereunder.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

21. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remarks.

22. ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in form MGT 9 is annexed to this annual report as Annexure-III. Further the Annual Return in form MGT-7 and extract of Annual Return in form MGT-9 is also available on the website of the company www.iccspower.com.

23. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge states the following:

1. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
2. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit and loss of the company for that year;
3. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. That the annual accounts have been prepared on a going concern basis;
5. that the Company had laid down internal financial controls to be followed by the company and that such internal financial controls were adequate and were operating effectively;
6. That the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

24. GENERAL DISCLOSURES

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2020-21.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2020-21.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- The Company has made the necessary disclosure as per rule 8(5) of Companies Accounts Rules 2014

25. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
Indo Canadian Consultancy Services Limited

Om Prakash Ajmera
Director
DIN: 00322834

Vimal Banka
Director
DIN: 00322532

Date: 30th July, 2021
Place: Noida

ANNEXURE-I OF THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in years)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Sunil Kumar Garg	Chief Principal Engineer	36.17 Lakhs	M.Tech	34 Years	58 Years	01.08.2000	CES Ltd.	NIL	Permanent	NO
2	Mr. Rakesh Mahajan	Advisor	30.00 Lakhs	B.E. (Civil), M.Tech(Civil), MBA	41 Years	61 Years	01.01.2020	Indo Canadian Consultancy Services Limited	NIL	Contractual	NO
3	Mr. Sunil Kumar Datta	Chief Principal Engineer	27.75 Lakhs	B.Tech	39 Years	61 Years	18.08.2008	NTPC Ltd.	NIL	Permanent	NO
4	Mr. Bhim Sain Khatri	GM Electrical	20.00 Lakhs	B.Tech, B.E, CEA, PGDBM	47 Years	69 Years	03.07.2006	Mecon Ltd.	NIL	Permanent	NO
5	Mr. Rajinder Pal	Principal Engineer Civil	18.48 Lakhs	B.Tech	19 Years	44 Years	10.10.2007	Italian Thai Company Private Limited	NIL	Permanent	NO
6	Mr. Shishupal Singh	Draughtsmen	15.68 Lakhs	B.Tech	34 Years	56 Years	24.08.1998	-	NIL	Permanent	NO
7	**Mr. Praveen Kumar Giri	Consultant	15.00 Lakhs	B.E. Electrical & 1 Year PG Diploma in Administrative Law	49 Years	71 Years	23.08.2005	Bhilwara Energy Limited	NIL	Contractual	NO
8	Mr. Avinash Kumar	Principal Engineer-Mechanical	12.21 Lakhs	M. Tech Thermal Engineering	16 Years	41 Years	04.07.2006	L & T ECC Division	NIL	Permanent	NO
9	Mr. Gagan Ratnakar	Principal Engineer-Mechanical	10.49 Lakhs	M. Tech Mechanical	14 Years	41 Years	01.08.2007	-	NIL	Permanent	NO
10	Mr. Sita Ram	Draughtsman	10.44 Lakhs	Diploma Draughtsman Civil	31 Years	52 Years	05.12.2002	Malana Power Company Limited	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

ANNEXURE II OF THE BOARD'S REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(A) Conservation of energy:

- (i) the steps taken or impact on conservation of energy; : NIL
- (ii) the steps taken by the company for utilising alternate sources of energy; : NIL
- (iii) the capital investment on energy conservation equipments; : NIL

(B) Technology absorption:

- (i) the efforts made towards technology absorption; : NIL
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution; : NIL
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) : NIL
 - (a) the details of technology imported; : NIL
 - (b) the year of import; : NIL
 - (c) whether the technology been fully absorbed; : NIL
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and : NIL
- (iv) the expenditure incurred on Research and Development. : NIL

(C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange out go during the year in terms of actual outflows are not taken place during the year:

Nature of Transaction	(Amt. in ₹ Lacs)	
	Year ended 31st March, 2021	Year ended 31st March, 2020
Expenditure (Foreign Travelling)	Nil	Nil
Income	258.28	238.38

ANNEXURE III OF THE BOARD'S REPORT**FORM NO. MGT.9****EXTRACT OF ANNUAL RETURN****AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021****[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]****I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	U74899DL1995PLC064168
ii)	Registration Date	09-01-95
iii)	Name of the Company	Indo Canadian Consultancy Services Limited
iv)	Category / Sub-Category of the Company	Public Company/ Limited by shares
v)	Address of the registered office and contact details	Bhilwara Bhawan, 40-41community Centre, New Friends Colony, New Delhi-110025, India
vi)	Whether listed company Yes / No	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any-	M/s KFIN TECHNOLOGIES PRIVATE LIMITED Selenium, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, TG - 500 032 Tel. No. : +91-40-67162222

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Professional, Scientific and Technical	71100	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Bhilwara Energy Limited	U31101DL2006PLC148862	Holding Company	75.50%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**CATEGORY-WISE SHARE HOLDING**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a. Individual/HUF	-	50	50	0.01	-	50	50	0.01	-
b. Central Govt	-	-	-	-	-	-	-	-	-
c. State Govt (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	-	533,450	533,450	75.49	-	533,450	533,450	75.49	-
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	533,500	533,500	75.50	-	533,500	533,500	75.50	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	533,500	533,500	75.50	-	533,500	533,500	75.50	NIL

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	1,73,100	173,100	24.50	-	1,73,100	173,100	24.50	NIL
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal capital in excess of ₹ 1 Lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	1,73,100	173,100	24.50	-	1,73,100	173,100	24.50	NIL
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	706,600	706,600	100	-	706,600	706,600	100	-

* The beneficial interest of 50 shares held by individuals is with M/s Bhilwara Energy Limited.

(II) SHAREHOLDING OF PROMOTERS

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	M/s Bhilwara Energy Limited	533,500*	75.50%	-	533,500*	75.50%	-	-

* Out of 533,500 shares of ₹ 10/- each, 50 equity shares are held jointly by 5 individuals and Bhilwara Energy Limited, the beneficial interest of which is with Bhilwara Energy Limited.

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.	Particulars (Bhilwara Energy Limited)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	533,500	75.50%	533,500	75.50%
2	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	NO CHANGE HAS BEEN MADE DURING THE YEAR			
3	At the End of the year	533,500	75.50%	533,500	75.50%

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	RSW Inc, Canada				
1	At the beginning of the year	173,100	24.50	173100	24.50
2	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	NO CHANGE HAS BEEN MADE DURING THE YEAR			
3	At the End of the year (or on the date of separation, if separated during the year)	173,100	24.50	173100	24.50

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Share holding during the year/specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO SHARES WERE HELD BY DIRECTORS/KMP'S			
	At the End of the year				

V. INDEBTEDNESS

INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT

(Amt. in crores)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total
Indebtedness at the beginning of the financial year				
i) Principal Amount	0.0540	-	-	0.0540
ii) Interest due but not paid	0.0003	-	-	0.0003
iii) Interest accrued but not due	0	-	-	0
Total (i+ii+iii)	0.0543	0	0	0.0543
Change in Indebtedness during the financial year				
• Addition	-	-	-	0
• Reduction	0.0183	-	-	0.0183
Net Change	0.0183	0	0	0.0183
Indebtedness at the end of the financial year				
i) Principal Amount	0.0357	-	-	0.0357
ii) Interest due but not paid	0.0002	-	-	0.0002
iii) Interest accrued but not due	0	-	-	0
Total (i+ii+iii)	0.0359	0	0	0.0359

Note:

* The Loan is secured by way of hypothecation against Car No. DL-12CM-5833. The Loan is repayable in 60 Months and the Loan carries interest @ 8.50%.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL- Not applicable

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

S No.	Particulars of Remuneration	Name of MD/MTD/ Manager					Total Amount
1	Gross salary	-	-	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-
	- as % of profit	-	-	-	-	-	-
	- others, specify...	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-
	Total (A)	-	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-	-

- The clause and compulsion for the appointment of Managing Director/Whole Time Director/Manager doesn't apply to the Company.

B. REMUNERATION TO OTHER DIRECTORS:

S No.	Particulars of Remuneration	Name of Directors					Total Amount
1	Independent Directors	-	-	-	-	-	-
	• Fee for attending board & committee meetings	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-
	Total (1)	-	-	-	-	-	-
2	Other Non-Executive Directors	Mr. Rishabh Jhunjhunwala	Mr. Om Prakash Ajmera	Mr. Vimal Banka	Mr. Ajay Uppal	Mr. Gopalakrishnan Lakshminarayanan	-
	• Fee for attending board & committee meetings	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total (B) = (1 + 2)	-	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-	-

- No Director is drawing any remuneration from the Company.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD-Not Applicable

S No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	-	-

- The clause for compulsory appointment of KMP's doesn't apply to the Company.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

INDEPENDENT AUDITORS' REPORT

To The Members of Indo Canadian Consultancy Services Limited

Report on the Audit of the Financial Statements Opinion

We have audited the accompanying financial statements of **Indo Canadian Consultancy Services Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the **Profit** (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, but does not include the financial statements and our auditor's report thereon. The Board's Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read Board's Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

Responsibility of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Change in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2021 taken on

record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
3. With respect to the matter to be included in the Auditors' report under Section 197(16) :
In our opinion and according to the information and explanation given to us, the Company has not paid or provided any managerial remuneration to any director during the year.

For KRA & Associates

Chartered Accountants

Firm Registration Number 02352N

Vikas Goel

Partner

Membership Number: 531905

UDIN: 21513905AAAACR4741

Place: New Delhi

Date: 14th May 2021

Annexure A referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Indo Canadian Consultancy Services Ltd for the year ended 31st March, 2021

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) During the current financial year 2020-21, the fixed assets of the Company have been physically verified by the management and material discrepancies identified on such verification have been properly dealt with in the books of account. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The Company does not have any Immovable property. Accordingly, paragraph 3(i) (c) of the Order is not applicable to the Company.
- (ii) The Company does not hold any inventory. Accordingly, paragraph 3 (ii) of the Order is not applicable to the Company.

- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, paragraph 3 (iii) (a), 3 (iii) (b) and 3 (iii) (c) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us, there are no loans, investments, guarantees, and securities. Accordingly, paragraph 3 (iv) of the Order is not applicable to the Company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under.
- (vi) As per information & explanations available to us, the Central Government of India has not prescribed the maintenance of cost records for any of the products/ activities of the Company under sub-section (1) of Section 148 of the Act and the rules framed there under.
- (vii) (a) The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess, GST and any other material statutory dues applicable to it, however, there have been slight delay in few cases. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess, GST and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable, except for the EPFO liability mentioned in Para 39 of Notes to Financial statements.
- (b) According to the information and explanation given to us, there are no dues with respect to income tax, sales tax, service tax, value added tax, customs duty, excise duty and GST which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to bank.
- (ix) The Company has neither raised money by way of public issue offer nor has obtained any term loans except vehicle loan. Accordingly, paragraph 3(ix) of the Order is not applicable to the Company.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.
- (xi) According to the information and explanations given to us, the Company has not paid / provided for any managerial remuneration. Accordingly, paragraph 3(xi) of the Order is not applicable to the Company.
- (xii) In our opinion and according to the information and

explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

- (xiii) According to the information and explanation given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) According to the information and explanation given to us the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For KRA & Associates

Chartered Accountants

Firm Registration Number 02352N

Vikas Goel

Partner

Membership Number: 531905

UDIN: 21513905AAAACR4741

Place: New Delhi

Date: 14th May 2021

ANNEXURE B INDEPENDENT AUDITOR'S REPORT on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Indo Canadian Consultancy Ltd on the financial statements for the year ended 31st March, 2021

We have audited the internal financial controls over financial reporting of Indo Canadian Consultancy Services Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting

principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For KRA & Associates

Chartered Accountants
Firm Registration Number 02352N

Vikas Goel

Partner
Membership Number: 531905
UDIN: 21513905AAAACR4741

Place: New Delhi
Date: 14th May 2021

BALANCE SHEET AS AT MARCH 31, 2021

		(₹ in Lakhs)	
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
I ASSETS			
A Non-Current Assets			
i Property, Plant and Equipment	3	16.76	17.63
ii Other Intangible Assets	4	0.11	0.18
iii Other Financial Assets	6	28.58	9.34
v Other Non-Current Assets	7	108.57	155.78
iv Deferred Tax Assets (Net)	16	143.02	143.02
		297.04	325.95
B Current Assets			
i Financial Assets			
a. Loans	5	4.10	4.60
b. Cash And Cash Equivalents	9	54.46	50.33
c. Trade Receivables	8	504.35	453.12
ii Other Financial Assets	6	62.05	50.21
iii Other Current Assets	7	2.81	1.80
		627.77	560.06
Total Assets		924.81	886.01
II EQUITY AND LIABILITIES			
A Equity			
i Equity Share Capital	10	70.66	70.66
ii Other Equity	11	140.17	(20.87)
		210.83	49.79
B LIABILITIES			
Non- Current Liabilities			
i Borrowings	12	1.58	3.57
ii Provisions	15	52.81	66.29
		54.39	69.86
Current Liabilities			
i Financial Liabilities			
a. Borrowings	12	1.99	1.83
b. Trade Payables	13		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		359.86	363.75
c. Other Financial Liabilities	14	64.01	138.97
ii Provisions	15	219.09	253.71
iii Other Current Liabilities	17	14.64	8.10
		659.59	766.36
Total Equity and Liabilities		924.81	886.01
Significant Accounting Policies	2		
Notes to Accounts	27 to 44		

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates
Chartered Accounts
FRN No: 002352N

Vikas Goel
Partner
Membership No: 513905

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
Director
DIN: 00322834

Vimal Banka
Director
DIN: 00322532

Place: Noida (U.P.)
Date: May 14, 2021

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021

		(₹ in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2021	For the year ended March 31, 2020
i Revenue From Operations	18	516.78	498.93
ii Other Income	19	8.02	1.35
iii Total Revenue		524.80	500.28
iv Expense			
Employee Benefits Expense	20	264.45	401.96
Finance Costs	21	0.40	0.62
Depreciation And Amortization Expense	22	10.19	2.99
Other Expenses	23	118.46	70.00
v Total Expenses		393.50	475.57
vi Profit / (Loss) before tax		131.30	24.71
vii Tax Expense	24		
Current tax		-	-
Deferred tax		-	-
viii Profit / (Loss) for the period		131.30	24.71
ix Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	25		
- Remeasurements of the defined benefit plans		23.84	0.90
Other comprehensive income for the year		23.84	0.90
x Total Comprehensive Income		155.14	25.61
xi Earnings Per Equity Shares	26		
a Basic (in ₹)		18.58	3.50
b Diluted (in ₹)		18.58	3.50
Significant Accounting Policies	2		
Notes to Accounts	27 to 44		

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates
Chartered Accounts
FRN No: 002352N

Vikas Goel
Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 14, 2021

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
Director
DIN: 00322834

Vimal Banka
Director
DIN: 00322532

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

a. Equity Share Capital

Particulars	No. of Shares (in Lakhs)	(₹ Lakhs)
Balance as at April 01, 2019		
Balance at the beginning of the reporting year	7.066	70.66
Changes in equity share capital during the year	-	-
Balance as at March 31, 2020	7.066	70.66
Balance as at 1st April 2020		
Balance at the beginning of the reporting year	7.066	70.66
Changes in equity share capital during the year	-	-
Balance as at March 31, 2021	7.066	70.66

b. Other equity

Particulars	Reserves & Surplus		Items of OCI	Total (₹ in Lakhs)
	Securities Premium	Retained earnings	Remeasurements of the net defined benefit Plans	
Balance as at April 01, 2019	15.98	(119.59)	57.13	(46.48)
Profit for the year	-	24.71	-	24.71
Other comprehensive income for the year	-	-	0.90	0.90
Total comprehensive income for the year	-	24.71	0.90	25.61
Balance as at March 31, 2020	15.98	(94.88)	58.03	(20.87)
Balance as at 1st April 2020	15.98	(94.88)	58.03	(20.87)
Profit for the year	-	131.30	-	131.30
Depreciation Adjustment A/c	-	5.90	-	5.90
Other comprehensive income for the year	-	-	23.84	23.84
Total comprehensive income for the year	-	137.20	23.84	161.04
Balance as at March 31, 2021	15.98	42.32	81.87	140.17

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates

Chartered Accounts

FRN No: 002352N

Vikas Goel

Partner

Membership No: 513905

Place: Noida (U.P.)

Date: May 14, 2021

For and on behalf of the Board of Directors

Indo Canadian Consultancy Services Limited

O.P. Ajmera

Director

DIN: 00322834

Vimal Banka

Director

DIN: 00322532

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Particular	(₹ in Lakhs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	131.30	24.71
Depreciation of Property Plant and Equipment	10.19	2.99
Depreciation Transfer from Reserve & Surplus	(5.90)	-
Bad Debts written off	15.91	2.39
Expected credit loss	(13.62)	-
Provision for Gratuity and leave encashment	21.42	-
Interest Expenses	0.40	0.61
Interest Income	(8.02)	(1.35)
W/o Fixed Assets	0.20	-
Operating Profit/(loss) before changes in operating assets and liabilities	151.88	29.35
(Increase) / Decrease in Short term Trade Receivables	(51.22)	(33.20)
(Increase) / Decrease in Short term financial assets - Loans	0.50	-
(Increase) / Decrease in Other Short term financial assets	(11.84)	(4.78)
(Increase) / Decrease in Other Long term financial assets	(83.13)	5.19
(Increase) / Decrease in Other Short term assets	(1.01)	1.73
Increase / (Decrease) in Short term Trade Payables	(3.89)	5.05
Increase / (Decrease) in Short term Trade Payables/ Provisions	(34.62)	(48.28)
Increase / (Decrease) in Long term Trade Payables/ Provisions	(13.48)	(0.66)
Increase / (Decrease) in Other Short term Financial Liabilities	(74.96)	(20.86)
Increase / (Decrease) in Other Short term Liabilities	6.53	(31.82)
Cash generated (used) in /from Operations before tax	(115.24)	(98.28)
Income tax / TDS	120.13	30.87
Net cash flow (used) in/ from Operating Activities	4.89	(67.41)
B. Cash Flow From Investing Activities		
Purchase of Property Plant & Equipment	(3.72)	(4.37)
Disposal / (Addition) in Property Plant & Equipment.	(2.85)	-
Interest Received	8.02	1.35
Net cash flow (used) in/ from Investing Activities	1.45	(3.02)
Net cash (used) in/ from Operating and Investing Activities	6.34	(70.43)
C. Cash Flow From Financing Activities		
Long-term borrowings repaid during the year	(1.83)	(1.68)
Interest paid	(0.38)	(0.61)
Net cash (used) in/ from Financing Activities	(2.21)	(2.29)
Net cash (used) in/ from Operating, Investing & Financing Activities	4.13	(72.72)
Effect of exchange differences on translation of foreign currency Cash & Cash equivalent	-	-
Net (increase) / decrease in Cash & Cash equivalent	4.13	(72.72)
Opening balance of Cash & Cash equivalent	50.33	123.05
Closing balance of Cash & Cash equivalent	54.46	50.33
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	2.28	1.75
ii) Balance with Banks :		
- In Current Accounts	52.18	48.58
Total	54.46	50.33

The accompanying notes referred to above form an integral part of the financial statements

Signed in terms of our report of even date

For KRA & Associates
Chartered Accounts
FRN No: 002352N

Vikas Goel
Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 14, 2021

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
Director
DIN: 00322834

Vimal Banka
Director
DIN: 00322532

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

1. CORPORATE INFORMATION

Indo Canadian Consultancy Services Limed (hereinafter referred to as "The company") is engaged in consultancy services, including comprehensive engineering consultancy for hydro-electric, thermal and non-conventional energy power projects.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation:

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company, with effect from 1st April 2016, has adopted Indian Accounting Standards (Ind AS) notified under the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amended) Rules, 2016. For all periods up to and including the year ended 31st March 2016, the Company had prepared its financial statements in accordance with accounting standards as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (referred to as 'Indian GAAP').

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

- (i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- (ii) Held primarily for the purpose of trading
- (iii) Expected to be realised within twelve months after the reporting period, or
- (iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

- (i) It is expected to be settled in normal operating cycle
- (ii) It is held primarily for the purpose of trading
- (iii) It is due to be settled within twelve months after the reporting period, or
- (iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of Estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments

The areas involving critical estimates and judgments are:

(i) Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

(ii) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

c) Revenue Recognition

Revenue is recognized as per guiding principal specified under Ind AS - 115. The company is a service company; revenue is recognized on billing basis which is billed with achievement of defined milestones i.e. 'Contract milestones'

Other Income

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

d) Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on fixed assets is calculated on a Straight Line Method (SLM) using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

Depreciation is provided on pro-rata basis from the date on which assets are ready to use in case of addition and provided up to the date of sale/disposal in case of sale/disposal.

e) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Software assets are amortized on a straight line basis over the estimated useful economic life of 5 years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Financial Instruments

Financial Assets

i. Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

ii. Subsequent Measurement

Non-derivative financial instruments

- **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- (i) The rights to receive cash flows from the asset have expired, or
- (ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability.

The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

iii. Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations.

Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations.

If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

iv. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

g) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

Initial recognition

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

h) Taxation

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it

is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

i) Employees Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard Ind AS-19 'Employee Benefits'.

Provident Fund

The company makes contribution to statutory contribution fund in accordance with Employees Provident Fund and Miscellaneous Provision Act, 1952 which is defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

Gratuity

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of defined benefit/obligation at the balance sheet date less the fair value of plan assets, together with adjustment for unrecognized actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at or near the balance sheet date by an independent actuary using the projected unit credit method.

Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods. Gratuity liability which is expected to payable within next 12 months from Balance sheet (as per estimates made by actuary) is treated as Current liability and balance liability has been considered as long term liability.

Leave Encashment

Liability in respect of leave encashment becoming due or expected after the balance sheet is estimated on the basis of an actuarial valuation performed by an independent actuary using projected unit credit method.

Leave liability which is expected to be utilized within next 12 months from Balance sheet (as per estimates made by actuary) is treated as Current liability and balance liability has been considered as long term liability.

Superannuation Benefit

The Company makes contribution to superannuation fund which is a post employment benefit in the nature of a defined contribution plan & contribution paid or payable is recognized as expenses in the period in which services are rendered by the employee.

Other short term benefits

Expenses in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

j) Provisions & Contingent Liabilities/ Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement

k) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

l) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

m) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

1. In the principal market for the asset or liability, or
2. In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or Liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Office equipment	Electrical equipment	Furniture and fixtures	Vehicles	Computers	Project equipment	Total
Gross carrying value							
As at April 1, 2019	3.13	7.04	1.20	19.02	10.92	0.16	41.47
Additions	-	-	-	-	4.38	-	4.38
Disposals	-	-	-	-	-	-	-
As at March 31, 2020	3.13	7.04	1.20	19.02	15.30	0.16	45.85
Additions	-	-	-	-	3.72	-	3.72
Disposals	3.13	0.44	-	0.17	10.39	0.16	14.29
As at March 31, 2021	-	6.60	1.20	18.85	8.63	-	35.28
Depreciation							
As at April 1, 2019	3.10	6.96	1.04	3.15	10.82	0.16	25.23
Charge for the year	-	0.01	0.05	2.36	0.57	-	2.99
Disposals	-	-	-	-	-	-	-
As at March 31, 2020	3.10	6.97	1.09	5.51	11.39	0.16	28.22
Charge for the year	-	0.01	0.05	2.32	1.92	-	4.30
Disposals	3.10	0.44	-	-	10.30	0.16	14.00
As at March 31, 2021	-	6.54	1.14	7.83	3.01	-	18.52
Net carrying value							
As at March 31, 2020	0.03	0.07	0.11	13.51	3.91	-	17.63
As at March 31, 2021	-	0.06	0.06	11.02	5.62	-	16.76

4 OTHER INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Software	Total
Gross Carrying Value		
As at April 1, 2019	18.36	18.36
Additions	-	-
Disposals	-	-
As at March 31, 2020	18.36	18.36
Additions	-	-
Disposals	7.10	7.10
As at March 31, 2021	11.26	11.26
Amortization		
As at April 1, 2019	18.02	18.02
Charge for the year	0.16	0.16
Disposals	-	-
As at March 31, 2020	18.18	18.18
Charge for the year	-	-
Disposals	7.03	7.03
As at March 31, 2021	11.15	11.15
Net Carrying Value		
As at March 31, 2020	0.18	0.18
As at March 31, 2021	0.11	0.11

5 LOANS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Security Deposit	-	-	4.10	4.60
	-	-	4.10	4.60

6 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Retention Money	28.58	8.34	-	-
Advances recoverable in cash and kind (from others) (Net of Defined Benefit Obligation of ₹ 73.28 Lakhs (Previous Year ₹ 120.14 Lakhs))	-	-	61.42	50.21
Interest Accrued but not due on bank deposits	-	-	0.63	-
Bank Deposits *	-	1.00	-	-
	28.58	9.34	62.05	50.21

*Represents FDR Under Lien having maturity of more than 12 months

7 OTHER ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Advance Tax / TDS (net of provisions) classified as:				
TDS receivable & advance taxes (Net of Provision of ₹ 26.62 Lakhs (Previous Year NIL))*	74.47	155.78	-	-
Mat Credit Entitlement	34.10	-	-	-
Staff advance	-	-	0.25	-
Prepaid expenses	-	-	2.51	1.80
Advances recoverable in cash or kind	-	-	0.05	-
	108.57	155.78	2.81	1.80

*The TDS Receivable Amount to ₹ 20.58 Lakh pertaining to previous years on or before AY 2019-2020, The Management is confident to recover all TDS amount, Hence no Provision / written off is required.

8 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured, considered good*	532.68	463.69
Unsecured, considered good from group cos.	-	4.14
	532.68	467.83
Less: allowance for bad and doubtful debts	28.33	14.71
	28.33	14.71
	504.35	453.12

*The Debtors Outstanding more than 180 days amount to ₹ 280.83 Lakhs, The Management is confident to recover all outstanding, Hence no Provision required.

9 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Cash & Cash Equivalents		
- Balance with banks		
On Current Accounts (Include Auto Swap Fixed Deposit of ₹ 59.89 Lakhs)	52.18	48.58
- Cash on hand	2.28	1.75
	54.46	50.33

10 EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Authorised		
10.00 Lakhs Equity Shares(previous year 10.00 Lakhs) Equity Shares of ₹10 each	100.00	100.00
	100.00	100.00
Issued,subscribed and fully paid up		
7.066 Lakhs Equity Shares (previous year 7.066 Lakhs) Equity Shares of ₹ 10 each fully paid	70.66	70.66
	70.66	70.66

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year:-

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares (in Lakhs)	(₹ in Lakhs)	No. of shares (in Lakhs)	(₹ in Lakhs)
Shares outstanding at the beginning of the year	7.066	70.66	7.066	70.66
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	7.066	70.66	7.066	70.66

(b) Details of shareholders holding more than 5% shares in the Company

Name of the Share holder	As at March 31, 2021		As at March 31, 2020	
	No. of shares (in Lakhs)	% holding	No. of shares (in Lakhs)	% holding
Bhilwara Energy Limited	5.335	75.50%	5.335	75.50%
RSW Inc.	1.731	24.50%	1.731	24.50%
	7.066	100.00%	7.066	100.00%

(c) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 each share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholder in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of Company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.

11 OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a. Securities Premium		
Balance at the beginning of the Financial year	15.98	15.98
Add: Premium on issue of Equity Shares	-	-
Add: Premium on issue of Equity Shares through ESOP	-	-
Balance at the end of the Financial year	15.98	15.98
b. Surplus in the Statement of Profit and Loss		
Balance at the beginning of the Financial year	(94.88)	(119.59)
Addition during the financial year	131.30	24.71
Less-Transfer to Profit & Loss Account*	5.90	-
Balance at the end of the Financial year	42.32	(94.88)
c. Other Comprehensive Income		
Balance at the beginning of the financial year	58.03	57.13
Add: Addition during the year	23.84	0.90
Balance at the end of the Financial year	81.87	58.03
Total Other Equity	140.17	(20.87)

Note:-

Purpose of securities premium:

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

*During FY 2020-21, The Company has transfer depreciation of ₹ 5.90 Lakhs from Reserve and Surplus pertaining to FY 2014-2015.

12 BORRWINGS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Secured Loans (Car Loan) From ICICI Bank*	1.58	3.57	1.99	1.83
	1.58	3.57	1.99	1.83

*The loan is secured by way of hypothecation against Car No. DL-12CM-5833, the loan is repayable in 60 Months and the loan carries interest @8.50%.

13 TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	359.86	363.75
	359.86	363.75

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

14 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Other payable	-	-	5.81	2.01
Advances from related party	-	-	-	3.99
Employee benefit expenses payable	-	-	58.20	132.97
	-	-	64.01	138.97

15 PROVISIONS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits				
- Leave encashment	52.81	66.29	0.74	22.50
- Continuity loyalty bonus	-	-	216.85	226.72
- Superannuation	-	-	1.50	4.49
	52.81	66.29	219.09	253.71

16 DEFERRED TAX LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Deferred tax assets/ liabilities are attributable to the following items;		
Deferred Tax Assets		
- Unabsorbed depreciation	5.12	5.12
- Expenses allowed on payment basis	137.90	137.90
Sub- Total (a)	143.02	143.02
Deferred Tax Liabilities		
- Fixed assets	-	-
Sub- Total (b)	-	-
Net Deferred Tax Assets (a)-(b)	143.02	143.02

Note :- In view of continuing losses, the company has recognised deferred tax only to the extent the same can be adjusted against future taxable profit. Hence no provision has been created during the year.

17 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Statutory dues payable	-	-	11.04	5.46
Other Payable	-	-	2.44	2.44
GST Payable	-	-	0.69	0.03
Staff deposit	-	-	0.47	0.17
	-	-	14.64	8.10

18 REVENUE FROM SERVICES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Sale of Services	516.78	498.93
	516.78	498.93

19 OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest income		
- Bank deposits and others	2.38	1.35
- Interest On Income Tax	5.64	-
	8.02	1.35

20 EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Salaries, wages and bonus	249.45	377.26
Contribution to provident & other funds	12.60	17.39
Workmen & staff welfare expenses	2.40	7.31
	264.45	401.96

21 FINANCE COST

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest on borrowing	0.37	0.53
Foreing Flctuation Gain/Loss	-	0.01
Bank Charges	0.03	0.08
	0.40	0.62

22 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Depreciation on Tangible Assets*	10.19	2.99
	10.19	2.99

*During FY 2020-21, The Company has transfer depreciation of ₹ 5.90 Lakhs from Reserve and Surplus pertaining to FY 2014-2015.

23 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Rent	11.00	11.00
Rate and taxes	0.25	0.22
Lease rental	0.79	1.26
Traveling expenses	8.34	7.78
Telephone	0.44	0.76
Insurance	3.49	5.81
Car running & maintenance	0.81	1.83
Repair & Maintenance - Building	0.81	0.83
Repair & Maintenance - Others	3.29	3.57
Electricity	2.57	3.42
Legal and Professional	66.77	26.00
Printing & stationery	0.38	0.47
Fees and subscription	0.23	0.35
Miscellaneous expenses	1.68	2.61
Bad Debts Written off	15.91	2.39
Payment to auditor	1.70	1.70
	118.46	70.00

Notes :-

(i) Payment to statutory auditors comprise (including indirect tax):

(₹ in Lakhs)

Payment to auditor:	For the Year ended March 31, 2021	For the Year ended March 31, 2020
- Audit fee	1.10	1.10
- Fees for certification	0.60	0.60
	1.70	1.70

24 INCOME TAX EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Current tax (Minimum Alternate Tax)	26.62	-
Less: MAT Credit recognised	(26.62)	-
	-	-

25 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	23.84	0.90
	23.84	0.90

26 EQUITY PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Profit / (Loss) after Tax	131.30	24.71
Weighted average number of equity shares (in Lakhs)	7.066	7.066
Basic & Diluted EPS	18.58	3.50

27. SEGMENT REPORTING

The Company is engaged in consultancy services, including comprehensive engineering consultancy for hydro-electric, thermal and non-conventional energy power projects. Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

28. COMMITMENTS AND CONTINGENCIES

As per information available with the management there is no contingent liability as at March 31, 2021.

29. There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard - 39 as it is not probable that an outflow of resources embodying economic benefit will be required.

30. RELATED PARTY DISCLOSURES

- a. **Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).**

i.	Bhilwara Energy Limited (BEL)	Holding Company
ii.	Malana Power Company Limited (MPCL)	Fellow Subsidiary
iii.	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
iv.	BG Wind Power Limited (BGWPL)	Fellow Subsidiary
v.	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
vi.	Chango Yangthang Hydro Power Limited (CYHPL)	Fellow Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary

- b. **Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture**

RSW Inc.

- c. **Individual owning directly or indirectly an interest in the voting power of reporting enterprise that give them control or significant influence over the enterprises, And relative of any such individual**

NA

- d. **Key management personnel and their relatives**

NA

- e. **Enterprises over which any person described in (c) or (d) is able to exercise significant influence.**

NA

The following transactions were carried out with the related parties in the ordinary course of business:-

(₹ in Lakhs)

Particulars	Transactions		Balances at year end	
	For the year ended March 31, 2021	For the year ended March 31, 2020	As at March 31, 2021	As at March 31, 2020
Consultancy Services Given				
AD Hydro Power Limited	10.04	7.27	-	4.14
Malana Power Co. Ltd.	10.66	-	-	-
Expense Reimb. during the year				
HEG Limited	3.34	-	-	-
Bhilwara Energy Limited	-	4.30	-	3.99
RSWM Limited	20.05	29.75	227.46	232.67
RSWM Limited-Gulabpura	-	-	128.68	128.68
Amount paid other during the year				
AD Hydro Power Limited	-	3.13	-	-
Bhilwara Energy Limited	3.99	-	-	-
RSWM Limited	5.21	24.53	-	-

31. DEFINED BENEFIT PLAN

Disclosures including sensitivity analysis in respect of gratuity and leave encashment have been made as per the valuation of employee benefit done for the year ended March 31, 2021

Employee benefits plan**A Gratuity****Financial Assumptions Used to Determine the Profit & Loss Charge** (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	10.00 P.A.	10.00 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	73.28	120.13
Fair value of Plan Assets	131.94	155.67
	(58.66)	(35.54)
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	(58.66)	(35.54)

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period

Particulars	As at March 31, 2021	As at March 31, 2020
Total Charge/(Credit) Recognised in Profit and Loss	2.30	4.80
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	(23.84)	(0.90)

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation beginning of period	120.13	115.57
b) Interest Cost on DBO	8.11	9.00
c) Net Current Service Cost	4.70	7.88
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(46.23)	(7.25)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(13.43)	(5.07)
k) Defined Benefit Obligation End of Period	73.28	120.13

2 Change in Fair Value of Plan assets
(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	155.67	155.16
b) Expected return on plan assets	10.51	12.09
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) LIC Charges	(0.00)	(0.14)
f) Actual Taxes Paid	-	-
g) Actual Administration Expenses Paid	-	-
h) Changes in Foreign Currency Exchange Rates	-	-
i) Benefits paid	(44.65)	(7.25)
j) Acquisition /Business Combination / Divestiture	-	-
k) Assets Extinguished on Curtailments / Settlements	-	-
l) Actuarial (Gain)/Loss on Asset	(10.41)	4.17
m) Fair value of plan assets at the end.	131.94	155.67

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End
(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	4.70	7.88
b) Net Interest Cost	(2.40)	(3.08)
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	2.30	4.80

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period – End
(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in OCI (Gain) / Loss Beginning of Period	(30.47)	(29.58)
b) Remeasurements Due to :	-	-
1. Effect of Change in Financial Assumptions	(2.10)	9.13
2. Effect of Change in Demographic Assumptions	-	0.06
3. Effect of Experience Adjustments	(11.33)	(14.26)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	(10.41)	4.17
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognised in OCI (Gain)/Loss	(23.84)	(0.90)
d) Amount Recognized in OCI (Gain)/Loss End of Period	(54.31)	(30.47)

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)
(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in P&L End of Period	2.30	4.80
b) Amount recognized in OCI End of Period	(23.84)	(0.90)
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	(21.55)	(3.90)

6	Reconciliation of Balance Sheet Amount	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Balance Sheet (Asset)/Liability Beginning of Period	(35.54)	(39.58)
	b) True-up	-	-
	c) Total Charge/(Credit) Recognised in Profit and Loss	2.30	4.80
	d) Total Remeasurements Recognised in OC (Income)/Loss	(23.84)	(0.90)
	e) Acquisition /Business Combination / Divestiture	-	-
	f) Employer Contribution	-	-
	g) LIC Charges	0.00	0.14
	h) Benefits Paid	(1.58)	-
	i) Other Events	-	-
	j) Balance Sheet (Asset)/Liability End of Period	(58.66)	(35.54)
7	Actual Return on Plan Assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Expected return on plan assets	10.51	12.09
	b) Remeasurement on Plan Assets	10.41	(4.17)
	c) Actual Return on Plan Assets	20.92	7.92
8	Change in the Unrecognised Asset due to the Asset Ceiling During the Period	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Unrecognised Asset Beginning of Period	-	-
	b) Interest on Unrecognised Asset Recognised in P&L	-	-
	c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
	d) Unrecognized Asset End of Period	-	-
9	The Major Categories of Plan Assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Government of India Securities (Central and State)	-	-
	b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
	c) Equity Shares of listed companies	-	-
	d) Cash (Including Bank Balance Special Deposit Scheme)	-	-
	e) Funds Managed by Insurer	100%	100%
	f) Others	-	-
	Total	100%	100%
10	Current / Non-Current Bifurcation	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Current liability	1.13	37.42
	b) Non-Current liability	72.14	82.71
	c) Net Liability	73.28	120.13
11	Defined Benefit Obligation by Participant Status	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Actives	73.28	
	b) Vested Deferreds	-	
	c) Retirees	-	
	d) Total Defined Benefit Obligation	73.28	

12 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(6.82)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	7.93
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	7.62
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(6.71)

13 Expected Cash flows for the Next Ten Years (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Year - 2022	1.19
b) Year - 2023	16.80
c) Year - 2024	1.08
d) Year - 2025	10.46
e) Year - 2026	1.16
f) Year - 2027 to 2031	35.03

B Leave encashment

Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	10.00 P.A.	10.00 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	53.55	88.79
Fair value of Plan Assets	-	-
	53.55	88.79
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	53.55	88.79

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation, beginning of period	88.79	91.04
b) Interest Cost on DBO	5.99	7.09
c) Net Current Service Cost	3.84	6.60
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	(30.52)	(7.40)
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(14.55)	(8.54)
k) Defined Benefit Obligation, End of Period	53.55	88.79

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Amounts Recognised in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	3.84	6.60
b) Net Interest Cost	5.99	7.09
c) Past Service Cost	-	-
d) Remeasurements*	(14.55)	(8.54)
e) Administration Expenses	-	-
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g) Total Expense /(Income) included in "Employee Benefit Expense"	(4.72)	5.15

4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period

Particulars	As at March 31, 2021	As at March 31, 2020
a) Remeasurements Due to :		
1. Effect of Change in Financial Assumptions	(1.72)	8.00
2. Effect of Change in Demographic Assumptions	-	0.06
3. Effect of Experience Adjustments	(12.83)	(16.60)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
b) Total Remeasurements Recognised (gains) / losses	(14.55)	(8.54)

5 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability, Beginning of Period	88.79	91.04
b) Total Charge/(Credit) Recognised in Profit and Loss	(4.72)	5.15
c) Acquisition /Business Combination / Divestiture	-	-
d) Benefit Payouts	(30.52)	(7.40)
e) Balance Sheet (Asset)/Liability, End of Period	53.55	88.79

6 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Expected return on plan assets	-	-
b) Remeasurement on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

7 Asset Category (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Government of India Securities (Central and State)	-	-
b) High quality corporate bonds (including Public Sector Bonds)	-	-
c) Equity shares of listed companies	-	-
d) Real Estate / Property	-	-
e) Cash (including Special Deposits)	-	-
f) Other (including assets under Schemes of Insurance)	-	-
g) Total	-	-

8 Current / Non-Current Bifurcation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Current liability	0.74	22.51
b) Non-Current liability	52.81	66.28
c) Net Liability	53.55	88.79

9 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Actives	53.55
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	53.55

10 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(5.57)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	6.51
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	6.21
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(5.47)

32. Retention and Earnest money deposit amounting to ₹ 28.58 Lakhs (previous year ₹ 8.84 Lakhs) is outstanding for recovery from various parties since long. However, the management is hopeful to recover this amount and no provision has been considered at present.
33. Security Deposit amounting to ₹ 4.10 Lakhs (previous year ₹ 4.10 Lakhs) was given to a party is outstanding for recovery / adjustment since 2012. However, the management is hopeful to recover this amount and no provision has been considered at present.
34. In the opinion of the Management and to the best of their knowledge and believe, the value on realization of current assets, Loan & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.
35. Balance of Trade Receivable / Payable Loans / Advances are subject to confirmation.

36. FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analyses in the following sections relate to the position as at March 31, 2021 and March 31, 2020.

i. Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Particulars of un-hedged foreign currency exposures as at the Balance Sheet date are NIL (previous year NIL). Hence, no further disclosure is required under this section.

ii. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company is not exposed to any interest rate risk as there is no long term borrowing in the company. Hence, no disclosure is required under this section.

b) Price Risk

The company is not exposed to any price risk as there is no investment in equities outside the group and the company doesn't deal in commodities.

c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Gross Carrying Amount	Carrying amount net of impairment provision	Gross Carrying Amount	Carrying amount net of impairment provision
Retention Money	28.58	28.58	8.84	8.84
Security deposits	4.10	4.10	4.10	4.10
Advances recoverable in cash or kind	62.05	62.05	50.21	50.21

Financial assets to which loss allowance is measured using lifetime Expected credit loss (ECL) for the year ended as at March 31, 2021

Particulars	Within 6 Months	6 Months to 1 Year	1 Year to 3 Year	More than 3 Year	Total (₹ in Lakhs)
Trade Receivables- Gross Carrying amount	223.52	51.12	124.73	133.31	532.68
Expected Loss Rate	0%	0%	2%	5% & 100%	-
Expected Credit Losses	-	-	2.49	25.84	28.33
Carrying amount of Trade receivables	223.52	51.12	122.24	107.47	504.35

Financial assets to which loss allowance is measured using lifetime Expected credit loss (ECL) for the year ended as at March 31, 2020

Particulars	Within 6 Months	6 Months to 1 Year	1 Year to 3 Year	More than 3 Year	Total (₹ in Lakhs)
Trade Receivables- Gross Carrying amount	209.24	74.82	172.51	11.26	467.83
Expected Loss Rate	0%	0%	2%	100%	-
Expected Credit Losses	-	-	3.45	11.26	14.71
Carrying amount of Trade receivables	209.24	74.82	169.06	-	453.12

d) Liquidity Risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

As at March 31, 2021	0-12 months	12 months to 3 years	More than 3 years	Total (₹ in Lakhs)
Trade payables	2.21	1.51	356.14	359.86
Employee benefit expenses payable	58.20	-	-	58.20
Other payable	5.81	-	-	5.81

As at March 31, 2020	0-12 months	12 months to 3 years	More than 3 years	Total (₹ in Lakhs)
Trade payable	5.05	-	358.70	363.75
Employee benefit expenses payable	132.97	-	-	132.97
Other payable	6.00	-	-	6.00

37. CAPITAL MANAGEMENT

a. Risk Management

The group's objectives when managing capital are:-

- Safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares.

38. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
Retention Money	-	-	28.58	-	-	8.84
Advances recoverable in cash or kind	-	-	62.05	-	-	50.21
FDR	-	-	-	-	-	1.00
Trade Receivables	-	-	504.35	-	-	453.12
Cash and Cash Equivalents	-	-	54.46	-	-	50.33
Security Deposits	-	-	4.10	-	-	4.10
Total Financial Assets	-	-	653.54	-	-	567.60
Financial Liabilities						
Borrowings	-	-	3.57	-	-	5.39
Trade payables	-	-	359.86	-	-	363.75
Other Financial Liabilities	-	-	64.01	-	-	138.97
Total Financial Liabilities	-	-	427.44	-	-	508.11

i. Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

(₹ in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2021	Level 1	Level 2	Level 3
Financial Assets at amortised cost:				
Security Deposits	4.10	-	-	4.10
Others	649.44	-	-	649.44
Total	653.54	-	-	653.54
Financial Liabilities at amortised cost:				
Borrowings	3.57	-	-	3.57
Others	423.87	-	-	423.87
Total	427.44	-	-	427.44

(₹ in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2020	Level 1	Level 2	Level 3
Financial Assets at amortised cost:				
Security Deposits	4.10	-	-	4.10
Others	563.50	-	-	563.50
Total	567.60	-	-	567.60
Financial Liabilities at amortised cost:				
Borrowings	5.39	-	-	5.39
Others	502.72	-	-	502.72
Total	508.11	-	-	508.11

ii. **Assumptions and valuation technique used to determine fair value**

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

39. In F.Y 2011-12, PF Deposit systems were shifted to online mode from Manual submission mode. During March'12 & April'12, Company has deposited the Employee's Contribution as well as its own contribution in EPFO but due to some technical issues those contributions were not reflected in the respective employees EPFO accounts. Company raised the matter continuously with the EPFO authorities, as a result during financial year 2018-19, PF authorities returned the amount pertaining to above said period to company with stipulation that the company will redeposit the amount in respective employee's EPFO A/c.

Further, the Company has created the liability in its books of account against the amount of EPF received from PF authority and redeposited the contribution to the extent it can trace the retrenched employees. In addition to above, there is Contribution amounting to ₹ 2.44 Lakhs which is still pending to deposit on account of non-traceability of past employees.

40. Company is in process of reconciling the GST Input credit taken in Books with GSTR-2A.
41. Due date of last quarter of TDS return submission is 30th June 2021 due to which TDS receivable pertaining to last quarter are not appearing in the form 26AS due to which TDS receivable reconciliation as on 31st March 2021 has not been done.
42. The Company Assessment for A.Y. 2011-12 to A.Y. 2016-17 u/s 153(A) and A.Y. 2017-18 u/s 143(3) has been completed during the year under consideration. The company has filed the appeal with Commissioner Appeal for A.Y. 2012-13, A.Y. 2013-14, A.Y. 2014-15 & A.Y. 2017-18 against the impugned order of the Deputy Commissioner of Income Tax passed u/s 153(A) of the Income Tax Act. As the matters are still under consideration with Commissioner Appeal and in other cases assessment order effect is yet to be passed on by income tax department, TDS receivable amount pertaining to these assessment years are not adjusted by the company in the books of accounts.
43. During the current year, the Company has reclassified below mentioned account balances related to previous year March 31, 2020. The detail of the same is as under:- NIL
44. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 14, 2021.

Signed in terms of our report of even date

For KRA & Associates

Chartered Accounts
FRN No: 002352N

Vikas Goel
Partner
Membership No: 513905

Place: Noida (U.P.)
Date: May 14, 2021

For and on behalf of the Board of Directors
Indo Canadian Consultancy Services Limited

O.P. Ajmera
Director
DIN: 00322834

Vimal Banka
Director
DIN: 00322532

ANNUAL REPORT
OF



BG WIND POWER LIMITED

CIN : U40300DL2014PLC272660

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Mr. Vimal Banka
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Ms. Srishti Saxena, Company Secretary
Mr. Rahul Sharma, CFO

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

FINANCIAL INSTITUTIONS / BANKERS

Axis Bank Limited
HDFC Bank Limited

REGSETERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers,
A-12, Sector-1,
Noida - 201 301 (U. P.)

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2020-21

Dear Members,

Your Directors have pleasure in presenting their Seventh (7th) Annual Report along with the Audited Financial Statement for the Financial Year ended March 31, 2021 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

(Amount in ₹ Millions)

Particulars	2020-21	2019-20
Total Revenue	70.95	59.22
Less: Total Expenses	155.09	162.57
Profit/(Loss) Before Tax	(84.14)	(103.35)
Less: Tax Expenses	-	-
Profit/ (Loss) after Tax	(84.14)	(103.35)
Earnings Per share Basic/ Diluted in ₹	(3.82)	(4.69)

2. STATEMENT OF COMPANY AFFAIRS

20 MW WIND POWER PROJECT IN DISTT. JAISALMER, RAJASTHAN

Your Company is a wholly owned subsidiary of M/s Bhilwara Energy Limited and is engaged in generation of Power through it's 20 MW Wind power project in Distt. Jaisalmer, Rajasthan.

The power generated from this project was being sold to Jodhpur Vidyut Vitran Nigam Limited (JdVVNL) through PPA (valid till 31st March, 2019) on Average Power Purchase Cost (APPC) mode. The PPA has till date not renewed by DISCOM. The matter related to PPA is presently sub judice.

The generation during the current financial year 2020-21 is 18.82 MUs as compared to 12.44 MUs in the previous year 2019-20.

The total revenue from operations during the current financial year 2020-21 is ₹ 70.90 Million as compared to Rs. 59.07 Million in the previous financial year 2019-20.

The Company suffered loss of ₹ 84.11 million in the financial year 2020-21 as against loss of ₹ 103.42 Million during the previous year financial year 2019-20. The Company has recognized revenue on provisional basis based on tariff as mentioned in RERC (REC) Third Amendment Regulations, 2019.

The reason for the loss is lower tariff, non-issuance of REC and lower generation due to evacuation constraint at Akal substation, feeder constraint & RoW by local/Inox vendors at site & Lower wind speed as compared to expected. REC could not be issued for generation as Company was not able to raise invoice due to non-renewal of PPA.

3. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

The Power Purchase Agreement expired on 31st March, 2019 and is not revaluated by DISCOM till date. The power

is being continued to be supplied to DISCOM without PPA. The matter relating to the extension of PPA is presently sub judice with Rajasthan High Court.

In the meantime, BG Wind has filed Interim Application with High court for interim relief for direction to Discom to make payment @ ₹ 3.14/ kwh for energy already injected and continue to make payment till disposal of the case.

Except above, no material changes and commitments, affecting the financial position of the Company have occurred during the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

4. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

5. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. The Audit Committee reviews financial statements along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

6. PERSONNEL

(a) **Industrial Relation**

The Company has not employed any employee at project site since comprehensive operation and maintenance was given to third party on long term basis. However, the Industrial Relations during the period under review remained cordial without any untoward incidents.

(b) **Particulars of Employees**

The information as required under section 197 (12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith with as **Annexure I**.

7. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2021.

8. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as mention under section 135 of the Companies Act, 2013 for making investment in CSR Activities. So, the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

9. SHARE CAPITAL

(a) **Issue of equity shares with differential rights**

During the financial year 2020-21, no equity shares have been issued with differential rights.

b) Issue of sweat equity shares

During the financial year 2020-21, no sweat equity shares which have been issued.

c) Issue of employee stock options

During the financial year 2020-21, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2020-21 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

10. RESERVES

No amount was required to be transferred to Reserve.

11. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

The Power Purchase Agreement expired on 31st March, 2019. RERC vide amendment regulation dated 05th March, 2019 has capped the price of electricity component to average of pooled cost for JdVVNL i.e. ₹ 3.14/kwh with discretion of DISCOM to execute the PPA for entire balance life of the project.

Your Company has submitted all required documents to RRECL (nodal agency) for renewal of PPA and even RRECL has also sent its recommendation to RUVNL for Renewal of PPA.

However, the Discom has not yet executed the extension of the PPA.

The matter is presently sub-judice with Rajasthan High Court. In the meantime, BG Wind has filed Interim Application with High court for interim relief for direction to Discom to make payment @ ₹ 3.14/ kwh for energy already injected and continue to make payment till disposal of the case. To the extent of RERC Amendment Regulation dated 05th March, 2019 and probable High Court Order it will have impact on the Company revenue.

12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required to be disclosed pursuant to the provisions of section 134 (3) (m) of the Companies Act, 2013 read with the Rules, 8(3) of the Companies (Accounts) Rule, 2014 is given as **Annexure II** forming part of this report.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

• DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM

During the year, Mr. Rishabh Jhunjunwala (DIN: 03104458) and Mr. Om Prakash Ajmera (DIN: 00322834) Director retire by rotation in the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

The Board recommends their reappointment.

DURING THE FINANCIAL YEAR 2020-21, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP'S

• DIRECTORS RETIRE BY ROTATION

During the year, Mr. Rishabh Jhunjunwala (DIN: 03104458) Director and Mr. Vimal Banka (DIN: 00322532) Director retired by rotation at the 6th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 6th Annual General Meeting of the Company held on 29th September, 2020.

• RE-APPOINTMENT OF MR. PRADEEP AGARWAL AS AN INDEPENDENT DIRECTOR

The first term of office of Mr. Pradeep Agarwal (DIN: 02370420), as an Independent Director expired on 13th March, 2021. The Board in their meeting held on 27th July, 2020 on the recommendation of the Nomination & Remuneration Committee has re-appointed Mr. Pradeep Agarwal (DIN: 02370420), as an Independent Director of the Company, for the second term of 5(five) consecutive years for the period commencing from 14th March, 2021 to 13th March, 2026

His appointment was further approved by the shareholders at the 6th Annual General Meeting of the Company held on 29th September, 2020.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that declarations under section 149(7) of the Companies Act, 2013 have been taken from the Independent Director/s at the beginning of the financial year confirming that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPS)

In accordance with the provisions of Section 2 (51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

- a) Ms. Srishti Saxena, Company Secretary
- b) Ms. Kakoli Sengupta, Manager
- c) Mr. Rahul Sharma, Chief Financial Officer (CFO)

14. MEETINGS

(I) MEETINGS OF BOARD

The Board of Directors met Four (4) times during the financial year 2020-21. The Meetings of the Board were held on 5th June, 2020, 27th July, 2020, 29th October, 2020, 28th January, 2021.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The Composition & Attendance of the meetings held in the financial year 2020-21 is as below:

COMPOSITION & ATTENDANCE OF BOARD

S. No.	Name of Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Rishabh Jhunjunwala	Non-Executive Director	4	4
2	Mr. Om Prakash Ajmera	Non-Executive Director	4	4

S. No.	Name of Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
3	Mr. Vimal Banka	Non-Executive Director	4	4
4	Ms. Niharika Bindra	Non-Executive Director (Independent Director)	4	2
5	Mr. Pradeep Agarwal	Non-Executive Director (Independent Director)	4	4

(II) AUDIT COMMITTEE

During the financial year 2020-21, the Audit Committee reviewed the Company's financial results, Internal Control Systems and Risk. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2020-21.

Majority of the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors and Senior Executives of the Company were invited to attend the meetings of the Committee. The Company Secretary acts as the Secretary of the Committee.

During the financial year 2020-21, Four (4) Audit Committee Meetings were held on 5th June, 2020, 27th July, 2020, 29th October, 2020, 28th January, 2021.

The Composition & Attendance of the Audit Committee meetings held in the financial year 2020-21 is as below:

COMPOSITION & ATTENDANCE OF THE AUDIT COMMITTEE MEETING HELD DURING THE YEAR:

S. No.	Name of Member	Designation	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Om Prakash Ajmera	Chairman & Member	4	4
2	Ms. Niharika Bindra	Member	4	2
3	Mr. Pradeep Agarwal	Member	4	4

The Company Secretary acts as the Secretary of the Committee.

(III) NOMINATION & REMUNERATION COMMITTEE MEETING

During the financial year 2020-21, no Nomination & Remuneration Committee Meeting was held.

The Current Composition of the Committee is as under:

S. No.	Name of Member	Designation
1	Mr. Om Prakash Ajmera	Chairman & Member
2	Mr. Rishabh Jhunjhunwala	Member
3	Ms. Niharika Bindra	Member
4	Mr. Pradeep Agarwal	Member

(D) INDEPENDENT DIRECTORS MEETING

During the year under review, One Independent Director Meeting was held on 28th January, 2021. Independent Directors met without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(E) MEETING OF MEMBERS

The 6th Annual General Meeting of the company was held on 29th September, 2020.

During the Financial Year under review, no Extra Ordinary General Meeting of the members was held.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY

All the related party transactions entered into during the financial year were on arm's length basis and were in the ordinary course of business. Your Company has not entered into any transaction with related parties which could be considered material in terms of section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under section 134(3) (h) of the Companies Act, 2013 in form AOC-2 is not applicable.

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The Company has not made any investment.

17. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

18. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

19. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the Companies Act, 2013 the Board of Directors on the recommendation of the Nomination and Remuneration Committee has framed a policy for the appointment of directors and Senior Management of the Company and their remuneration. The Policy forms part of the Board Report as **Annexure III** and has been disclosed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

20. STATUTORY AUDITORS

At The Annual General Meeting Held on 29th September, 2020 **M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N)**, were re-appointed as the statutory auditors of the Company to hold office for a period of 5 consecutive years from the conclusion of the 6th (Sixth) Annual General Meeting of the Company till the conclusion of 11th (Eleventh) Annual General Meeting to be held in the Calendar Year 2025.

Your Directors inform the members that in accordance with the amendment notified by MCA on 7th May, 2018, the requirement of ratification of the appointment of Statutory Auditors at every Annual General Meeting has been done away with.

Further the Auditors have confirmed their eligibility u/s 141 of Companies Act, 2013 and the rules made there under.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

21. REPORTING OF FRAUD BY AUDITOR

During the year under review, the statutory Auditor had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

22. AUDITORS' REMARK

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors Report does not contain any qualification, reservation or adverse remarks.

23. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in form **MGT 9** is annexed to this annual report as **Annexure-IV**. Further the Annual Return in form MGT-7 and extract of Annual Return in form MGT-9 is also available on the website of the holding company, the link of which is www.bhilwaraenergy.com.

24. WHISTLE BLOWER POLICY / VIGIL MECHANISM

Your Board Reports the members that with the objective of pursuing the business in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior and to encourage

and protect the employees who wish to raise and report their genuine concerns about any unethical behavior actual or suspected fraud or violation of Company's Code of Conduct, the Company on the recommendation of the Audit Committee has adopted a Whistle Blower Policy. The policy adopted by the Company contains a framework whereby the identity of complainant is not disclosed. The Policy has been disclosed on the website of the holding Company, www.bhilwaraenergy.com.

25. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- iii. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. that the annual financial statement has been prepared on a going concern basis;
- v. that the Company had laid down internal financial controls to be followed by the company and that such internal financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. GENERAL DISCLOSURE

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

No complaints were received during the financial year 2020-21.

- There was no change in the name of the Company and its nature of business since last year.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2020-21.
- The Company is in compliance of all applicable

secretarial standards issued by The Institute of Company Secretaries of India from time to time.

- The Company has made the necessary disclosure as per rule 8(5) of companies' accounts rules 2014.

27. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the

employees of the Company through their dedication, hard work and unstinted commitment.

**For and on behalf of the Board of Directors
BG Wind Power Limited**

Rishabh Jhunjhunwala
Director
DIN :03104458

Om Prakash Ajmera
Director
DIN: 00322834

Place: Noida

Date: 06th May, 2021

ANNEXURE I TO DIRECTOR'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

ANNEXURE 1**(A) Names of the top ten employees in terms of remuneration drawn**

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (In yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Ms. Srishti Saxena	Company Secretary	4.26 Lakhs	B.Com(H), ACS	06 Years	31	23rd April, 2019	Chango Yangthang Hydro Power Limited	NIL	Permanent	NO
2	Mr. Rahul sharma	Executive Accounts	5.70 Lakhs	MBA(Finance)	15 Years	34	14th April, 2017	Bhilwara Energy Ltd	-	Permanent	NO
3	Ms. Kakoli Sengupta	Manager (Manager As per Sec 2(53) of the Co. Act, 2013)	7.45 Lakhs	Master Degree in Environment & Ecology and also holding L.LB Degree from the University of Meerut	27 Years	49	11th November, 2019	Bhilwara Energy Ltd	-	Contractual	NO

ANNEXURE II TO DIRECTOR'S REPORT**BG WIND POWER LIMITED****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy NIL**(b) Technology Absorption**

The Technology for Wind Power Project has been provided by AMSC Austria-subsiary of USA based American Superconductors Corporation (AMSC) a well-known Company in field of Wind Energy, through their business partners in India, who are acting as the EPC cum Project Developer. The operations and maintenance of the Wind Farm is also with the Project Developer. Our team has been extensively involved during all the phases of manufacturing, quality control, micrositng, erection and commissioning.

The operations of Wind Power plant is monitored through SCADA, for which suitable training has been provided to our staff through site visits and live generation system.

(c) Foreign Exchange Earnings and Outgo

	31/03/2021	31/03/2020
Foreign exchange Earnings	NIL	NIL
Foreign exchange Expenditure	NIL	NIL

ANNEXURE III TO DIRECTORS REPORT

BG WIND POWER LIMITED

NOMINATION & REMUNERATION POLICY

1. OBJECTIVE

The Key Objectives of the Committee would be:

- a) to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- b) to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- c) to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

(a) **Key Managerial Personnel:** Key Managerial Personnel means

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer;
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

(b) **Senior Management:** Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his/her performance.
- iv. to recommend to the Board on:
 - (i) policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - (ii) Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vi. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- vii. to devise a policy on Board diversity;
- viii. to develop a succession plan for the Board and to regularly review the plan;

4. MEMBERSHIP

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6) FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7) COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8) SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9) VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10) NOMINATION DUTIES OF COMMITTEE

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11) REMUNERATION DUTIES OF COMMITTEE

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12) MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

ANNEXURE IV TO DIRECTOR'S REPORT
FORM NO. MGT 9 (EXTRACT OF ANNUAL RETURN)

As on financial year ended on 31.03.2021

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
 (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U40300DL2014PLC272660
2.	Registration Date	27-10-14
3.	Name of the Company	BG Wind Power Limited
4.	Category/Sub-category of the Company	Category- Company Limited by Shares Sub Category- Indian Non Govt. Co.
5.	Address of the Registered office & contact details	Bhilwara Bhawan, 40-41, Community Centre, New friends Colony, New Delhi- 110065, Delhi.
6.	Whether listed company	Unlisted
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Private Limited Mr. Virendra Rana D-153 A, 1 st Floor , Okhla Industrial Area, Phase-I , New Delhi-110020, Tel: 011-64732681-88 Email – admin@skylinerta.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Power Generation using Wind Energy	35106	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name & Address of Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1.	M/s Bhilwara Energy Limited	U31101DL2006PLC148862	Holding Company	100	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as Percentage of Total Equity)

Category of Shareholders	No. of Shares at the beginning of Year 2020-21				No. of Shares held at the end of the year 2020-21				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	-	6	6	0.0001	-	6	6	0.0001	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	22,049,994	-	22,049,994	99.9999	22,049,994	-	22,049,994	99.9999	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A)(1):-	22,049,994	6	22,050,000	100	22,049,994	6	22,050,000	100	-
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FIs	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2) :-									
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	22,049,994	6	22,050,000	100	22,049,994	6	22,050,000	100	-

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Category of Shareholders	No. of Shares at the beginning of Year 2020-21				No. of Shares held at the end of the year 2020-21				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)									
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital up to ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)									
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by custodian of GDRs/ADR	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	22,049,994	6	22,050,000	100	22,049,994	6	22,050,000	100	-

Note: *The beneficial interest of six (6) shares held by Individual is with M/s Bhilwara Energy Ltd (Promoter Company).

(B) SHAREHOLDING OF PROMOTER-

S. No.	Shareholder's Name	Shareholding at the beginning of Financial year 2020-21			Shareholding at the End of Financial year 2020-21			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	M/s Bhilwara Energy Ltd	*22,050,000	100	100	22,050,000	100	100	NIL
	Total 22,050,000	100	100	22,050,000	100	100	NIL	

*Out of 22,050,000 Shares, six(6) Equity Shares held by Individual, the beneficial interest of which is with Bhilwara Energy Limited (Promoter Company).

(C) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.	Particulars	Shareholding for Financial year 2020-21		Cumulative Shareholding during the Financial year 2020-21	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	NO CHANGE			
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NO CHANGE			
3	At the end of the year	NO CHANGE			

(D) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS: (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	NO CHANGE			
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NO CHANGE			
3	At the end of the year	NO CHANGE			

(E) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Shares were held by any Director and Key Managerial Personnel			
	At the end of the year				

(V) INDEBTEDNESS -INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT.

(Amount in ₹ Crores)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	67.93	15.46	0	83.39
ii) Interest due but not paid	0	-	0	0.00
iii) Interest accrued but not due	0	-	0	0
Total (i+ii+iii)	67.93	15.46	0	83.39
Change in Indebtedness during the financial year				
* Addition	0.00	10.52	0	10.52
* Reduction	3.58	0.00	0	3.58
Net Change	3.58	10.52	0	6.95
Indebtedness at the end of the financial year				
i) Principal Amount	64.35	25.99	0	90.34
ii) Interest due but not paid	0.00	0.00	0	0.00
iii) Interest accrued but not due	0.00	0.00	0	0.00
Total (i+ii+iii)	64.35	25.99	0	90.34

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

(Amount in ₹ Lacs)

Particulars of Remuneration	Name of Manager	Total Amount
	**Ms. Kakoli Sengupta	
Gross salary		
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7.45	7.45
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
Stock Option	-	-
Sweat Equity	-	-
Commission	-	-
- as % of profit	-	-
- others, specify	-	-
Others, please specify	-	-
Total (A)	7.45	7.45
Ceiling as per the Act	84 Lakhs	84 Lakhs

B. Remuneration to other Directors

S No.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	Ms. Niharika Bindra	Mr. Pradeep Aggarwal		
	Fee for attending board & committee meetings	50,000	-	-	50,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	50,000	-	-	50,000
2	Other Non-Executive Directors	Mr. Rishabh Jhunjunwala	Mr. Vimal Banka	Mr. Om Prakash Ajmera	
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Amount in ₹ Lacs)

Particulars of Remuneration	Key Managerial Personnel		Total
	Ms. Srishti Saxena	Mr. Rahul Sharma	
	Company Secretary	Chief financial Officer	
Gross salary			
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4.26	5.70	9.96
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
Stock Option	-	-	-
Sweat Equity	-	-	-
Commission	-	-	-
- as % of profit	-	-	-
others, specify...	-	-	-
Others, please specify	-	-	-
Total	4.26	5.70	9.96

VII PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

INDEPENDENT AUDITORS' REPORT

To the Members of BG Wind Power Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **BG Wind Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to 'Note-16' to the accompanying statement, where the Power Purchase Agreement (PPA) with DISCOM has expired on March 31, 2019. BG Wind Power Limited, Subsidiary is pursuing for Power Purchase Agreement (PPA) with DISCOM @ INR 3.14 per Kwh as per RERC third amendment regulation dated 5th March 2019 for the entire duration of the project. The Discom has yet not renewed the PPA. The Company has continued to recognise Revenue from Sale of Power of INR 554.64 lakhs and Generation Based Incentive (GBI) of INR 89.35 lakhs and shown under Unbilled Revenue as the management of the company believes that PPA will be signed. The company has filed the writ petition with Rajasthan High Court, Jaipur in this regard and the matter is still undecided as hearing is continued.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's

report is expected to be made available to us after the date of this Auditor's report.

- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise

professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and according to the information and explanation given to us the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations as confirmed by the Management; therefore, there is no impact on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah
Partner
Membership No. 511239
UDIN: 21511239AAAAAT5617

Place: Noida, U.P.
Date: 06.05.2021

ANNEXURE 'A' TO AUDITORS' REPORT

(Annexure referred to in our report of even date)

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section of our report of even date

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no discrepancy has been noticed on such verification as compared to book records.
- (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2021.
- ii. According to the information and explanation given to us and the records examined by us, the company is not having any inventory; therefore, the provisions of clause 3(ii) of the said CARO 2016 Order are not applicable to the Company.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered by section 189 of the Companies Act, 2013. Accordingly, clauses 3(iii) (a), (b) and (c) are not applicable.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.
- v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.
- vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- vii (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2021.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.

- viii. According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders.
- ix. According to the information and explanations given by the management, the company has not raised any money of initial public offer/further public offer. Further in our opinion and according to the information and explanations given by the management the company has utilized the monies raised by way of debt instruments in the nature of debentures/term loans for the purposes for which those were raised.
- x Based upon the audit procedures performed for the purpose of reporting the true and fair view of financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the company has been noticed or reported during the year.
- xi According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our Opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order is not applicable to the company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with related parties are in compliance with section 177 & 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to company and, not commented upon.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- xvi. According to the information and explanations given to us, the provisions of section 45-IA of Reserve Bank of India Act, 1934 are not applicable to the Company.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 21511239AAAAAT5617

Place: Noida, U.P.
Date: 06.05.2021

Annexure B to the Independent Auditor's Report to the Members of BG Wind Power Limited on financial statements**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section**

We have audited the internal financial controls over financial reporting of **BG Wind Power Limited** ("the Company") as of 31st March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient

and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 21511239AAAAAT5617

Place: Noida, U.P.
Date: 06.05.2021

BALANCE SHEET AS AT MARCH 31, 2021

		(₹ in Lakhs)	
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
I ASSETS			
A Non-Current Assets			
i Property, Plant and Equipment	3	6,462.93	7,206.45
ii Financial Assets			
(a) Loans	4	9.00	9.60
iii Other Non-Current Assets	6	34.39	42.82
		6,506.32	7,258.87
B Current Assets			
i Financial Assets			
(a) Trade Receivables	7	-	-
(b) Cash and cash equivalents	8	37.13	4.72
(c) Loans	4	0.60	0.63
(d) Other Financial Assets	5	1,032.12	424.03
ii Other Current Assets	6	158.29	95.80
		1,228.14	525.18
Total Assets		7,734.46	7,784.05
II EQUITY AND LIABILITIES			
A Equity			
i Equity Share Capital	9	2,205.00	2,205.00
ii Other Equity	10	(4,098.71)	(3,257.55)
		(1,893.71)	(1,052.55)
B Liabilities			
Non-Current Liabilities			
i Financial Liabilities			
(a) Borrowings	11	6,912.08	7,277.88
ii Provisions	15	5.48	5.34
		6,917.56	7,283.22
Current Liabilities			
i Financial Liabilities			
(a) Borrowings	11	2,638.96	1,485.82
(b) Trade Payables	12		
- Total outstanding dues of micro enterprises and small enterprises		0.85	3.05
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		2.16	-
(c) Other Financial Liabilities	13	44.05	45.35
ii Other Current Liabilities	14	24.45	19.03
iii Provisions	15	0.14	0.13
		2,710.61	1,553.38
Total Equity and Liabilities		7,734.46	7,784.05
Significant Accounting Policies	2		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 06, 2021

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Vimal Banka
Director
DIN-00322532

Srishti Saxena
Company Secretary
M.No.- A40576

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021

(₹ in Lakhs)			
Particulars	Note No.	For the year ended March 31, 2021	For the year ended March 31, 2020
i Revenue From Operations *	16	708.99	590.66
ii Other Income	17	0.51	1.53
iii Total Income		709.50	592.19
iv Expenses			
Employee Benefits Expense	18	19.46	19.16
Finance Costs	19	741.49	822.86
Depreciation and amortization expense	20	743.49	743.53
Other Expenses	21	46.47	40.16
v Total Expenses		1,550.91	1,625.71
vi Profit / (Loss) before tax		(841.41)	(1,033.52)
vii Tax Expense			
Current Tax		-	-
viii Profit / (Loss) for the year		(841.41)	(1,033.52)
ix Other Comprehensive Income	22		
(i) Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit plans		0.25	(0.73)
x Other comprehensive income for the year		0.25	(0.73)
xi Total comprehensive income for the year, net of tax		(841.16)	(1,034.25)
xii Earnings per Equity Shares	23		
1) Basic (in ₹)		(3.82)	(4.69)
2) Diluted (in ₹)		(3.82)	(4.69)

* Pending execution of the PPA expired on March 31, 2019, the Company has recognised revenue @3.14/- kwh based on the order issued by RERC vide its third amendment regulation dated 5th March 2019 for execution of the PPA to DISCOM for entire balance project life. GBI also taken at applicable rate @0.50/- kwh.

Significant Accounting Policies

2

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
 Chartered Accountants
 Firm Regn.No: 000561N

Mukul Marwah
 Partner
 Membership No. 511239

Place: Noida (U.P.)
 Date: May 06, 2021

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

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Srishti Saxena
 Company Secretary
 M.No.- A40576

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

(a) Equity Share Capital		(₹ in Lakhs)
Particulars	No. of Shares (in Lakhs)	Amount
Balance as at April 1, 2019		
Balance at the beginning of the reporting year	220.50	2,205.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2020	220.50	2,205.00
Balance as at April 1, 2020		
Balance at the beginning of the reporting year	220.50	2,205.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2021	220.50	2,205.00

(b) Other Equity				(₹ in Lakhs)
Particulars	Reserves & Surplus			Total
	Capital Reserve	Securities Premium	Retained earnings	
Balance as at April 1, 2019	589.07	-	(2,812.37)	(2,223.30)
Profit/(Loss) for the year	-	-	(1,033.52)	(1,033.52)
Comprehensive income for the year				
Balance as at April 1, 2019	-	-	-	-
- Remeasurement of defined benefit obligation	-	-	(0.73)	(0.73)
Total comprehensive income for the year	-	-	(1,034.25)	(1,034.25)
Balance as at March 31, 2020	589.07	-	(3,846.62)	(3,257.55)
Balance as at April 1, 2020	589.07	-	(3,845.89)	(3,256.82)
Profit/(Loss) for the year	-	-	(841.41)	(841.41)
Comprehensive income for the year				
Balance as at April 1, 2020	-	-	(0.73)	(0.73)
- Remeasurement of defined benefit obligation	-	-	0.25	0.25
Total comprehensive income for the year	-	-	(841.16)	(841.16)
Balance as at March 31, 2021	589.07	-	(4,687.78)	(4,098.71)

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 06, 2021

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Vimal Banka
Director
DIN-00322532

Srishti Saxena
Company Secretary
M.No.- A40576

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	(841.41)	(1,033.52)
Depreciation of Property Plant and Equipment	743.49	743.53
Provision for gratuity and compensated absences	0.14	-
Finance Cost	649.12	771.97
Deferred Interest	92.37	50.89
Claim for generation loss / machine availability	65.00	135.00
Interest Income	(0.51)	(0.75)
Operating Profit/(loss) before Working Capital changes	708.20	667.12
(Increase) / Decrease in trade receivables	-	195.82
(Increase) / Decrease in loan (financial assets)	(608.09)	(291.94)
(Increase) / Decrease in other financial assets	2.95	11.60
(Increase) / Decrease in other current assets	(62.45)	(83.74)
Increase / (Decrease) in other financial liabilities	(1.35)	81.54
Increase / Decrease in long term provisions	0.13	2.22
Increase / Decrease in short term provisions	0.01	0.04
Increase / (Decrease) in other short term financial Liabilities	27.48	(381.52)
Increase / (Decrease) in other current liabilities	5.42	9.06
	72.30	210.20
Refund of Income Tax / Tds	6.09	0.79
Net cash flow (used) in/ from Operating Activities	78.39	210.99
B. Cash Flow From Investing Activities		
Interest Received	0.51	0.69
Disposal / (Addition) in Property Plant & Equipment.	0.03	(2.64)
(Increase) / Decrease in Other Financial Assets (FDR)	-	714.51
Net cash flow (used) in/ from Investing Activities	0.54	712.56
C. Cash Flow From Financing Activities		
(Repayment) Long-term borrowings during the year	(357.50)	(8,167.51)
Proceeds Long-term borrowings during the year	1,052.47	7,974.06
Interest paid	(741.49)	(746.95)
Net cash (used) in/ from Financing Activities	(46.52)	(940.40)
Net increase/(decrease) in Cash & Cash equivalent	32.41	(16.85)
Cash & Cash equivalent at the beginning of the year	4.72	21.57
Cash & Cash equivalent at year end	37.13	4.72
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	0.55	0.25
ii) Balance with Banks :		
- In Current Accounts	36.58	4.47
Total	37.13	4.72

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
 Chartered Accountants
 Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

Mukul Marwah
 Partner
 Membership No. 511239

O.P. Ajmera
 Director
 DIN: 00322834

Vimal Banka
 Director
 DIN-00322532

Place: Noida (U.P.)
 Date: May 06, 2021

Rahul Sharma
 Chief Financial Officer

Srishti Saxena
 Company Secretary
 M.No.- A40576

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

1. CORPORATE INFORMATION

BG Wind Power Limited (the 'company'), is a closely held public limited company incorporated on 27th October, 2014 under the Companies Act, 2013 having its Corporate office at Noida (UP). The company is in generation of wind power through 20 MW wind power project in Distt. Jaisalmer, Rajasthan. The Company has started commercial operation during the financial year 2016-17 w.e.f 24th January, 2017.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind-AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind-AS.

These financial statements have been prepared under the historical cost convention on the accrual basis, the financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

a) Current versus non-current

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of Estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period.

Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

The useful lives and residual values of property, plant and equipment are determined by the management accordingly. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

c) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the

revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, net of returns or allowance, trade discount and volume rebate taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The following specific recognition criteria must also be met before revenue recognized:

Sale of Electricity

Revenue from sale of electricity is recognized on the basis of billable electricity actually transmitted to customers in terms of the Power Purchase Agreements (PPA). Such Revenue is measured at the value of the consideration received or receivable.

Revenue is taken on the basis of tariff determined by RERC based on actual energy transmitted. However PPA is not being renewed by Discom and matter is presently in High Court).

Generation Based Incentives (GBI)

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

Renewable Energy Certificate (REC)

Gross proceeds from sale of Renewable Energy Certificates (RECs) are recognized when all the significant risks and rewards of ownership of RECs have been passed to the buyer, usually on delivery of the RECs at actual rate of realization.

Interest on delayed payment

Interest on overdue receivables of energy bills, and other claims, casual income etc. are accounted on grounds of prudence, as and when recovered.

Other Interest

Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend

Dividend are recognised in profit and loss only when the right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the company and the amount of dividend can be measured reliably.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

On Plant and Machineries (Wind Turbine Generator)

Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

e) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life of 3 to 5 years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Impairment of Non-Financial Assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment

testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the company is lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Financial Instruments

Financial Assets

i. Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

ii. Subsequent Measurement

Non-derivative financial instruments

• **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

• **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**
A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.
- **Equity instrument at fair value through other comprehensive income**
All equity investments in scope of Ind-AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.
If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.
There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.
- **Equity instrument at fair value through profit or loss**
Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL.

For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

iii. Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities.

For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations.

If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

iv. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i) Preoperative Expenses:

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/ debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

j) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

k) Valuation of Inventories

Inventories are valued at lower of cost and net realizable value. Cost is determined on weighted average basis. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

l) Taxes On Income

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it

is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19 - 'Employee Benefits'.

Provident fund

The Company is not covered under Employees Provident Fund and Miscellaneous Provisions Act, 1952 as the number of employees is less than minimum number of employees on which provident fund is mandatory.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS)-19- 'Employee Benefits'. Gratuity liability is non-funded. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave Encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

n) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

o) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

p) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

q) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)					
Tangible Assets					
Particulars	Plant & machinery	Office equipment	Furniture and fixtures	Computers	Total
Gross Carrying Value					
As at April 1, 2019	10,665.93	0.71	0.12	0.15	10,666.91
Additions	-	-	0.30	-	0.30
Disposals	-	-	-	-	-
As at March 31, 2020	10,665.93	0.71	0.42	0.15	10,667.21
Additions	-	-	-	-	-
Disposals	-	0.06	0.09	-	0.15
As at March 31, 2021	10,665.93	0.65	0.33	0.15	10,667.06
Impairment					
As at April 1, 2020	1,000.00	-	-	-	1,000.00
Impairment	-	-	-	-	-
As at March 31, 2021	1,000.00	-	-	-	1,000.00
Accumulated depreciation					
As at April 1, 2019	1,716.80	0.29	0.02	0.12	1,717.23
Charge for the year	743.31	0.20	0.02	-	743.53
Disposals	-	-	-	-	-
As at March 31, 2020	2,460.11	0.49	0.04	0.12	2,460.76
Charge for the year	743.31	0.14	0.04	-	743.49
Disposals	-	0.06	0.06	-	0.12
As at March 31, 2021	3,203.42	0.57	0.02	0.12	3,204.13
Net Carrying Value					
As at March 31, 2020	7,205.82	0.22	0.38	0.03	7,206.45
As at March 31, 2021	6,462.51	0.08	0.31	0.03	6,462.93

4. LOANS

(₹ in lakhs)				
Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Unsecured, considered good				
Security Deposits (with government department)	0.20	0.20	-	-
Security Deposits (SLDC-QCA)	8.00	8.00	-	-
Loan to employees	0.80	1.40	0.60	0.63
	9.00	9.60	0.60	0.63

5 OTHER FINANCIAL ASSETS

(₹ in lakhs)				
Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
GBI Claim receivable	-	-	107.94	56.27
Unbilled Revenue	-	-	924.18	367.76
	-	-	1,032.12	424.03

6 OTHER ASSETS

(₹ in lakhs)				
Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Considered good, unless otherwise stated				
TDS Receivable & Advance Taxes	-	6.09	-	-
Advance other than Capital advance	-	-	133.92	71.29
Prepaid expenses*	34.39	36.73	24.37	24.51
	34.39	42.82	158.29	95.80

*As per the agreement with Inox (Inox Wind Limited and Inox Wind Infrastructure Services Limited), turnkey service provider, lease hold rights (sub lease) of land is in the process of execution in favour of the company. Therefore, the Management of the company has classified this sub lease as Operating Lease and treatment done as per Ind AS 17.

7 TRADE RECEIVABLES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Secured, Considered Good	-	-
Unsecured, Considered Good	-	-
	-	-

8 CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at	
	March 31, 2021	March 31, 2020
Cash & Cash Equivalents		
- Balance with banks		
On Current Accounts	36.58	4.47
Cash in hand	0.55	0.25
	37.13	4.72

9 EQUITY SHARE CAPITAL

(₹ in lakhs)

Particulars	As at	
	March 31, 2021	March 31, 2020
Authorised		
340.00 Lakhs Equity shares of ₹ 10 each (Previous year 340.00 Lakhs Equity shares of ₹ 10 each)	3,400.00	3,400.00
	3,400.00	3,400.00
Issued, subscribed and fully paid up		
220.50 Lakhs Equity shares of ₹ 10 each (Previous year 220.50 Lakhs Equity shares of ₹ 10 each)	2,205.00	2,205.00
	2,205.00	2,205.00

Notes:-**(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year:**

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares (in Lakhs)	(₹ in lakhs)	No. of Shares (in Lakhs)	(₹ in lakhs)
Equity shares				
Shares outstanding at the beginning of the year	220.50	2,205.00	220.50	2,205.00
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	220.50	2,205.00	220.50	2,205.00

(b) Terms/rights attached to Equity Shares

The company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of shareholders holding more than 5% shares/shares held by the holding company in the Company

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares (in Lakhs)	% holding	No. of Shares (in Lakhs)	% holding
Equity shares of 10 each fully paid up held by				
Bhilwara Energy Limited (Holding Company)	220.50	100.00%	220.50	100.00%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

10. OTHER EQUITY

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a. Capital reserve		
Opening balance	589.07	589.07
Balance at the end of the year	589.07	589.07
b. Retained Earnings		
Profit and Loss		
Opening balance	(3,845.89)	(2,812.37)
Profit/(Loss) during the year	(841.41)	(1,033.52)
Balance at the end of the year	(4,687.30)	(3,845.89)
Other comprehensive income		
Opening balance	(0.73)	-
Remeasurements of the net defined benefit plans (net of tax)	0.25	(0.73)
Balance at the end of the year	(0.48)	(0.73)
Total Other Equity	(4,098.71)	(3,257.55)

Nature and Description of Reserve :
(i) Capital Reserve:-

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

11. BORROWINGS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Term Loan from others*				
Purvi Vanijya Niyojan Limited	3,655.00	3,870.00	215.00	215.00
Raghav Commercial Limited	2,422.50	2,565.00	142.50	142.50
Unsecured Borrowings				
From other party loan				
Deffered Payment Loan - (Supplier Credit)	553.33	589.39	477.88	377.21
Loans From Holding Company				
Loan from holding company interest free**	281.25	253.49	1,803.58	751.11
	6,912.08	7,277.88	2,638.96	1,485.82
The above amount includes				
Secured borrowings	6,435.00	6,792.50		
Unsecured borrowings	3,116.04	1,971.20		
	9,551.04	8,763.70		

Outstanding As on March 31, 2021

Name of lender	Carrying Value (₹ in Lakhs)	FY 2021-22	FY 2022-23	FY 2023-35
Term Loan from others*				
Purvi Vanijya Niyojan Limited	3,870.00	215.00	215.00	3,440.00
Raghav Commercial Limited	2,565.00	142.50	142.50	2,280.00
No. of Installments - 64				
	6,435.00	357.50	357.50	5,720.00

(i) Purvi Vanijya Niyojan Limited

During the financial year 2019-20, Company has taken Rupee Term Loan of INR ₹ 4,300.00 Lakhs from Purvi Vanijya Niyojan Limited to pre-pay loan taken from Aditya Birla Finance Limited and general corporate purpose. The Loan is repayable in 64 structured quarterly installments. As at March 31, 2021 outstanding loan is ₹ 3,870.00 Lakhs. The loan carries interest @09.70% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

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3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

(ii) Raghav Commercial Limited

During the financial year 2019-20, Company has taken Rupee Term Loan of INR ₹ 2,850.00 Lakhs from Raghav Commercial Limited to redeem outstanding NCD subscribed by IL&FS IDF and other general corporate purpose. The Loan is repayable in 64 structured quarterly installments. As at March 31, 2021 outstanding loan is ₹ 2,565.00 Lakhs. The loan carries interest @09.70% p.a. payable quarterly and linked to ICICI Bank 1 Year MCLR. The Loan is secured by the following:-

1. First pari-passu charge by way of mortgage on all present and future immovable properties of the borrower.
2. First pari-passu charge by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.
3. Unconditional and Irrevocable Corporate Guarantee of M/s Bhilwara Energy Limited (Holding Company).

Loan from holding company**

During the financial year 2017-2018 the company has taken interest free loan from Holding Company, which is given against the clause mentioned in sanction letter of loan taken from third party. In accordance with Ind AS -109, Financial Instruments the company has recognised the financial liability at fair value on initial recognition. The difference between the loan amount and fair value is shown under the Capital Reserve in Other Equity under Note No.-10(a).

12 TRADE PAYABLES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of micro enterprises and small enterprises*	0.85	3.05
Total outstanding dues of trade payable other than micro enterprises and small enterprises	2.16	-
	3.01	3.05

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	0.85	3.05
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

13 OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Expense payables	3.57	3.98
Employee related payables	0.48	1.37
Other payables	40.00	40.00
	44.05	45.35

14 OTHER LIABILITIES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Statutory dues payable	24.45	19.03
	24.45	19.03

15 PROVISIONS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits				
- Leave encashment	2.91	2.97	0.07	0.07
- Gratuity	2.57	2.37	0.07	0.06
	5.48	5.34	0.14	0.13

16 REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Revenue from operations		
- Sale of power	554.64	367.66
b) Other operating revenues		
- GBI	89.35	59.12
- Sale of REC	-	28.88
Claim for generation loss / machine availability	65.00	135.00
	708.99	590.66

17 OTHER INCOME

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest income on		
- Bank deposits	0.25	0.69
- Income tax refund	0.18	0.79
- Others	0.08	0.05
	0.51	1.53

18 EMPLOYEE BENEFIT EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Salaries	19.39	18.78
Staff welfare expenses	0.07	0.38
	19.46	19.16

19 FINANCE COST

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest on:-		
- Non convertible debentures	-	29.56
- Term loan from other	649.07	717.39
- Loan from related party - Holding Company	27.76	25.02
- Other interest	0.04	-
- Deferred interest on suppliers credit	64.62	50.89
	741.49	822.86

20 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Depreciation / amortisation on Tangible Assets (Refer Note 3)	743.49	743.53
	743.49	743.53

21 OTHER EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Rent, Rates & Taxes	2.55	2.78
Bank charges	0.39	0.00
Travelling & Conveyance expenses	0.10	4.65
Communication expenses	-	0.07
Insurance charges	22.68	9.28
Legal & Professional charges	17.74	16.00
Printing & Stationery	0.00	0.04
Miscellaneous expenses	0.00	1.00
Payment to auditor	2.48	2.48
Discount & Rebate expenses	-	3.34
Fa Written Off-Misc	0.03	-
Repair & Maintenance	0.50	-
REC charges	-	0.51
	46.47	40.16

Notes :-**(i) Payment to statutory auditors comprise (including indirect tax):**

(₹ in lakhs)

Payment to auditor:	For the Year ended March 31, 2021	For the Year ended March 31, 2020
- Audit fee	1.77	1.77
- Fees for certification	0.71	0.71
	2.48	2.48

22 OTHER COMPREHENSIVE INCOME

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	0.25	(0.73)
	0.25	(0.73)

23 EARNING PER SHARE

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Profit / (Loss) from total operation attributable to equity shareholders	(841.41)	(1,033.52)
b) Weighted Average number of Equity Shares outstanding during the year- Basic and Diluted (in Lakhs)	220.50	220.50
Earning Per Share - Basic (₹)	(3.82)	(4.69)
Earning per share - Diluted (₹)	(3.82)	(4.69)
Face value per share (₹)	10	10

24. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

Revenue of the company is majorly from sale of power to only one customer.

25. CONTINGENT LIABILITIES AND COMMITMENTS

The company has provided a bank guarantee for ₹ 8.00 Lakhs through Manikaran Analytics Ltd. - QCA to SLDC for Deviation Settlement Mechanism (DSM) as per RERC regulation for Forecasting and scheduling.

There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard - 37 as it is not probable that an outflow of resources embodying economic benefit will be required.

26. RELATED PARTY DISCLOSURES

- a. Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i)	Bhilwara Energy Limited (BEL)	Holding Company
ii)	Malana Power Company Limited (MPCL)	Fellow Subsidiary
iii)	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
iv)	Indo Canadian Consultancy Services Limited (ICCSL)	Fellow Subsidiary
v)	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
vi)	Chango Yangthang Hydro Power Limited (CYHPL)	Fellow Subsidiary
vii)	Balephi Jalvidhyut Company Limited, Nepal (BJVCL)	Fellow Subsidiary

- b. Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture

NA

- c. Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

NA

- d. Key management personnel and their relatives

- Mr. Rahul Sharma - CFO
- Mrs. Srishti Saxena - Company Secretary
- Mrs. Kakoli Sengupta - Manager

- e. Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

NA

The following transactions were carried out with the related parties in the ordinary course of business:

Transactions and Balances at year ended	₹ in lakhs		₹ in lakhs	
	For the year ended March 31, 2021	For the year ended March 31, 2020	As at March 31, 2021	As at March 31, 2020
i) Parties referred to in item (a) above				
a) Loans & Advances received from Bhilwara Energy Limited	1,052.47	786.03	-	-
b) Repayment of Loans & Advances paid to Bhilwara Energy Limited	-	770.03	-	-
c) Interest accrued but not paid to Bhilwara Energy Limited during the year	-	-	-	-
d) Amount due to Bhilwara Energy Limited	-	-	2,598.58	1,546.11
e) Interest accrued payable on demand to Bhilwara Energy Limited	-	-	-	-
ii) Parties referred to in item (b) above	-	-	-	-
iii) Persons referred to in (c) above	-	-	-	-
iv) Persons referred to in (d) above	-	-	-	-
a) Salary of Mr. Rahul Sharma-CFO	5.70	5.86	-	-
b) Loan & Advance to Mr. Rahul Sharma-CFO	0.03	0.31	1.40	2.03
c) Salary of Mrs. Srishti Saxena-CS w.e.f 23 rd April 2019	4.26	4.21	-	-
d) Salary of Mr. Dibyendu Saha-Manager Cessation w.e.f 17 th May 2019	-	4.17	-	-
e) Salary of Mrs. Kakoli Sengupta-Manager w.e.f 11 th November 2019	7.45	3.30	-	-
v) Parties referred to in (e) above	-	-	-	-

Compensation of Key Managerial Personnel #**(₹ in lakhs)**

Particulars	As at March 31, 2021				As at March 31, 2020				
	Mr. Rahul Sharma (CFO)	Mrs. Kakoli Sengupta (Manager)	Mrs. Srishti Saxena (CS)*	Total	Mr. Rahul Sharma (CFO)	Mr. Dibyendu Saha (Manager)	Mrs. Kakoli Sengupta (Manager)	Mrs. Srishti Saxena (CS)*	Total
Short Term Benefits	5.70	7.45	4.26	17.41	5.86	4.17	3.30	4.21	17.54
Total	5.70	7.45	4.26	17.41	5.86	4.17	3.30	4.21	17.54

*As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

#Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

27. EMPLOYEE BENEFITS PLAN**A. Gratuity (Unfunded)****Financial Assumptions Used to Determine the Profit & Loss Charge****(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit**(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End**(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	2.64	2.44
Fair value of Plan Assets	-	-
	2.64	2.44
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	2.64	2.44

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period**(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
Total Charge/(Credit) Recognised in Profit and Loss	0.45	0.40
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	(0.25)	0.73

1 Change in Defined Benefit Obligation		(₹ in Lakhs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Defined Benefit obligation, beginning of period	2.44	1.31	
b) Interest Cost on DBO	0.17	0.11	
c) Net Current Service Cost	0.28	0.29	
d) Actual Plan Participants' Contributions	-	-	
e) Benefits Paid	-	-	
f) Past Service Cost	-	-	
g) Changes in Foreign Currency Exchange Rates	-	-	
h) Acquisition /Business Combination / Divestiture	-	-	
i) Losses / (Gains) on Curtailments / Settlements	-	-	
j) Actuarial (Gain)/Loss on obligation	(0.25)	0.73	
k) Defined Benefit Obligation, End of Period	2.64	2.44	

2 Change in Fair Value of Plan assets		(₹ in Lakhs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Fair value of plan assets at the beginning	-	-	
b) Expected return on plan assets	-	-	
c) Employer contribution	-	-	
d) Actual Plan Participants' Contributions	-	-	
e) Actual Taxes Paid	-	-	
f) Actual Administration Expenses Paid	-	-	
g) Changes in Foreign Currency Exchange Rates	-	-	
h) Benefits paid	-	-	
i) Acquisition /Business Combination / Divestiture	-	-	
j) Assets Extinguished on Curtailments / Settlements	-	-	
k) Actuarial (Gain)/Loss on Asset	-	-	
l) Fair value of plan assets at the end.	-	-	

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End		(₹ in Lakhs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Service Cost	0.28	0.29	
b) Net Interest Cost	0.17	0.11	
c) Past Service Cost	-	-	
d) Administration Expenses	-	-	
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-	
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	0.45	0.40	

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period – End		(₹ in Lakhs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
a) Amount recognized in OCI, (Gain) / Loss Beginning of Period	0.73	0.00	
b) Remeasurements Due to :			
1. Effect of Change in Financial Assumptions	(0.11)	0.35	
2. Effect of Change in Demographic Assumptions	-	(0.00)	
3. Effect of Experience Adjustments	(0.14)	0.38	
4. (Gain)/Loss on Curtailments/Settlements	-	-	
5. Return on Plan Assets (Excluding Interest)	-	-	
6. Changes in Asset Ceiling	-	-	
c) Total Remeasurements Recognised in OCI (Gain)/Loss	(0.25)	0.73	
d) Amount Recognized in OCI (Gain)/Loss, End of Period	0.48	0.73	

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in P&L, End of Period	0.45	0.40
b) Amount recognized in OCI, End of Period	(0.25)	0.73
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	0.20	1.13

6 Reconciliation of Balance Sheet Amount

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability, Beginning of Period	2.44	1.31
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	0.45	0.40
d) Total Remeasurements Recognised in OC (Income)/Loss	(0.25)	0.73
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	-	-
g) Benefits Paid	-	-
h) Other Events	-	-
i) Balance Sheet (Asset)/Liability, End of Period	2.64	2.44

7 Actual Return on Plan Assets

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Expected return on plan assets	-	-
b) Remeasurement on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Unrecognised Asset, Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset, End of Period	-	-

9 The Major Categories of Plan Assets

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Government of India Securities (Central and State)	-	-
b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
c) Equity Shares of listed companies	-	-
d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-
e) Funds Managed by Insurer	-	-
f) Others	-	-
Total	-	-

10 Current / Non-Current Bifurcation

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Current liability	0.07	0.06
b) Non-Current liability	2.57	2.38
c) Net Liability	2.64	2.44

11 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Actives	2.64
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	2.64

12 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.35)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	0.42
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	0.43
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(0.36)

13 Expected Cash flows for the Next Ten Years (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Year - 2022	0.07
b) Year - 2023	0.08
c) Year - 2024	0.10
d) Year - 2025	0.12
e) Year - 2026	0.15
f) Year - 2027 to 2031	1.19

B. Leave Encashment (Unfunded)
Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	2.98	3.04
Fair value of Plan Assets	-	-
	2.98	3.04
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	2.98	3.04

1	Change in Defined Benefit Obligation	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Defined Benefit obligation, beginning of period	3.04	1.91
	b) Interest Cost on DBO	0.21	0.15
	c) Net Current Service Cost	0.35	0.40
	d) Actual Plan Participants' Contributions	-	-
	e) Benefits Paid	-	(1.80)
	f) Past Service Cost	-	-
	g) Changes in Foreign Currency Exchange Rates	-	-
	h) Acquisition /Business Combination / Divestiture	-	-
	i) Losses / (Gains) on Curtailments / Settlements	-	-
	j) Actuarial (Gain)/Loss on obligation	(0.62)	2.38
	k) Defined Benefit Obligation, End of Period	2.98	3.04
2	Change in Fair Value of Plan assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Fair value of plan assets at the beginning	-	-
	b) Expected return on plan assets	-	-
	c) Employer contribution	-	-
	d) Actual Plan Participants' Contributions	-	-
	e) Actual Taxes Paid	-	-
	f) Actual Administration Expenses Paid	-	-
	g) Changes in Foreign Currency Exchange Rates	-	-
	h) Benefits paid	-	-
	i) Acquisition /Business Combination / Divestiture	-	-
	j) Assets Extinguished on Curtailments / Settlements	-	-
	k) Actuarial (Gain)/Loss on Asset	-	-
	l) Fair value of plan assets at the end.	-	-
3	Amounts Recognised in Statement of Profit & Loss at Period-End	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Service Cost	0.35	0.40
	b) Net Interest Cost	0.21	0.15
	c) Past Service Cost	-	-
	d) Remeasurements*	(0.62)	2.38
	e) Administration Expenses	-	-
	f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
	g) Total Expense /(Income) included in "Employee Benefit Expense"	(0.06)	2.93
4	Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Remeasurements Due to:		
	1. Effect of Change in Financial Assumptions	(0.12)	0.43
	2. Effect of Change in Demographic Assumptions	-	(0.00)
	3. Effect of Experience Adjustments	(0.50)	1.95
	4. (Gain)/Loss on Curtailments/Settlements	-	-
	5. Return on Plan Assets (Excluding Interest)	-	-
	6. Changes in Asset Ceiling	-	-
	b) Total Remeasurements Recognised (gains) / losses	(0.62)	2.38

5	Reconciliation of Balance Sheet Amount	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Balance Sheet (Asset)/Liability, Beginning of Period	3.04	1.91
	b) Total Charge/(Credit) Recognised in Profit and Loss	(0.06)	2.93
	c) Acquisition /Business Combination / Divestiture	-	-
	d) Benefit Payouts	-	(1.80)
	e) Balance Sheet (Asset)/Liability, End of Period	2.98	3.04
6	Actual Return on Plan Assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Expected return on plan assets	-	-
	b) Remeasurement on Plan Assets	-	-
	c) Actual Return on Plan Assets	-	-
7	Asset Category	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Government of India Securities (Central and State)	-	-
	b) High quality corporate bonds (including Public Sector Bonds)	-	-
	c) Equity shares of listed companies	-	-
	d) Real Estate / Property	-	-
	e) Cash (including Special Deposits)	-	-
	f) Other (including assets under Schemes of Insurance)	-	-
	g) Total	-	-
8	Current / Non-Current Bifurcation	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Current liability	0.07	0.07
	b) Non-Current liability	2.91	2.97
	c) Net Liability	2.98	3.04
9	Defined Benefit Obligation by Participant Status	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Actives	2.98	
	b) Vested Deferred	-	
	c) Retirees	-	
	d) Total Defined Benefit Obligation	2.98	
10	Sensitivity Analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.39)	
	b) Defined Benefit Obligation – Discount Rate -100 Basis Points	0.47	
	c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	0.48	
	d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(0.40)	

28. FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings; deposits. The company is exposed to interest rate risk at variable rate on long term borrowings.

The sensitivity analyses in the following sections relate to the position as at 31 March 2021 and 31 March 2020.

i. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no transaction in foreign currency. Particulars of un-hedged foreign currency exposures as at the Balance Sheet date are NIL (previous year NIL). Hence, no further disclosure is required under this section.

ii. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Variable Rate Borrowings	6,435.00	6,792.50
Fixed Rate Borrowings	-	-
Total	6,435.00	6,792.50

iii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant.

The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on 31 March 2021 and 31 March 2020.

(₹ in lakhs)		
Particulars	Impact on profit after tax	
	As at March 31, 2021	As at March 31, 2020
Interest Rate - increase by 25 basis points	11.61	12.26
Interest Rate - decrease by 25 basis points	(11.61)	(12.26)

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

b) Price risk

The company is not exposed to any price risk as there is no investment in equities.

c) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits-(GOVT)	0.20	-	0.20	0.20	-	0.20
Security deposits-(SLDC)	8.00	-	8.00	8.00	-	8.00
Loan to employees	1.40	-	1.40	2.03	-	2.03
GBI claim receivable	107.94	-	107.94	56.27	-	56.27
Unbilled Revenue	924.18	-	924.18	367.76	-	367.76
Cash & Cash Equivalents	37.13	-	37.13	4.72	-	4.72

d) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Lakhs)

As at March 31, 2021	0-3 months	3-6 months	6-12 months	12 months to 3 years	More than 3 years	Total
Borrowings- from others	89.38	89.37	178.75	715.00	5,362.50	6,435.00
Borrowings-from other party	120.00	190.00	190.00	380.00	760.00	1,640.00
Loan from holding company	-	1,803.58	-	-	795.00	2,598.58
Trade payables	3.01	-	-	-	-	3.01
Expenses payables	1.66	-	1.17	1.15	0.07	4.05
Other payables	-	-	-	40.00	-	40.00

(₹ in Lakhs)

As at March 31, 2020	0-3 months	3-6 months	6-12 months	12 months to 3 years	More than 3 years	Total
Borrowings-from others	89.38	89.37	178.75	715.00	5,720.00	6,792.50
Borrowings-from other party	-	120.00	190.00	570.00	760.00	1,640.00
Loan from holding company	-	751.11	-	-	795.00	1,546.11
Trade payables	3.05	-	-	-	-	3.05
Expenses payables	1.37	-	2.85	1.15	-	5.37
Other payables	-	-	-	40.00	-	40.00

29. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Security deposits-(GOVT)	0.20	0.20	0.20	0.20
Security deposits-(SLDC)	8.00	8.00	8.00	8.00
Loan to employees	1.40	1.40	2.03	2.03
GBI claim receivable	107.94	107.94	56.27	56.27
Unbilled Revenue	924.18	924.18	367.76	367.76
Cash & Cash Equivalents	37.13	37.13	4.72	4.72
Total Financial Assets	1,078.85	1,078.85	438.98	438.98
Financial Liabilities				
Borrowings-from financial institutions	6,435.00	6,435.00	6,792.50	6,792.50
Borrowings-from other party	1,640.00	1,640.00	1,640.00	1,640.00
Loan to related party (from holding company)	2084.83	2084.83	1004.61	1004.61
Trade payables	3.01	3.01	3.05	3.05
Expenses payables	4.05	4.05	5.37	5.37
Other payables	40.00	40.00	40.00	40.00
Total Financial Liabilities	10,206.89	10,206.89	9,485.53	9,485.53

I. Fair Value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities.

Level2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly.

Level3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

(₹ in Lakhs)

Particulars	Carrying amount	Fair value As at March 31, 2021		
	As at March 31, 2021	Level 1	Level 2	Level 3
Financial assets				
Total	-	-	-	-
Financial liabilities				
Borrowings-from financial institutions	6,435.00	-	-	6,435.00
Borrowings-from other party	1,640.00	-	-	1,640.00
Loan to related party (from holding company)	2,084.83	-	-	2,084.83
Total	10,159.83	-	-	10,159.83

(₹ in Lakhs)

Particulars	Carrying amount	Fair value As at March 31, 2020		
	As at March 31, 2020	Level 1	Level 2	Level 3
Financial assets				
Total	-	-	-	-
Financial liabilities				
Borrowings-from financial institutions	6,792.50	-	-	6,792.50
Borrowings-from other party	1,640.00	-	-	1,640.00
Loan to related party (from holding company)	1,004.61	-	-	1,004.61
Total	9,437.11	-	-	9,437.11

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values:-

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

30. DEFERRED TAX

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ₹ 6,090.23 Lakhs (previous year ₹ 5,319.98 Lakhs) as on March 31, 2021.

(₹ in Lakhs)

Particulars	As on March 31, 2021	As on March 31, 2020
Tax effects constituting deferred tax assets		
Unabsorbed Losses	646.01	548.13
Brought Forward Depreciation	3,471.92	2,728.43
Provision for Leave Encashment	2.98	3.04
Provision for Gratuity	2.64	2.44
Deferred Interest	64.62	-
Difference between tax base and book base of Property, plant and Equipment	1,902.07	2,037.95
Total deferred tax assets (a)	6,090.23	5,319.98
Tax effects constituting deferred tax liabilities	-	-
Total deferred tax liabilities (b)	-	-
Net Deferred Tax Asset (a-b)	6,090.23	5,319.98
Less: Valuation Allowance	(6,090.23)	(5,319.98)
Net Deferred tax assets	-	-

31. CAPITAL MANAGEMENT

a. Risk Management

The group's objectives when managing capital are:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)

Divided by Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Net Debt	6,397.88	6,787.78
Total equity	(1,893.71)	(1,052.57)
Net Debt to Equity Ratio	*	*

*As on 31st March, 2021 and in previous year total equity is negative therefore net debt to equity ratio cannot be derived.

Loan Covenants

Under the terms of the major borrowing facilities, there are no financial covenants which the company is required to comply.

32. ASSETS PLEDGED AS SECURITY

The term loans are secured by a First pari-passu charge by way of mortgage on all present and future immovable properties and by way of Hypothecation of all movable, tangible and intangible assets, receivables, cash, investments and bank accounts, operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the borrower.

33. OPERATING LEASES ARRANGEMENTS

Operating lease relate to lease (Sublease in process) of land (Wind farm for 20 MW) with a term of 19 years 11 months. During the year Company has recognize lease rent expense of ₹ 2.34 Lakhs (previous year ₹ 2.34 Lakhs).

- During the current year, the Company has reclassified below mentioned account balances related to previous year March 31, 2020. The detail of the same is as under:- NIL

- The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 06, 2021.

As per our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No. 511239

Place: Noida (U.P.)
Date: May 06, 2021

For and on behalf of the Board of Directors of
BG WIND POWER LIMITED

O.P. Ajmera
Director
DIN: 00322834

Rahul Sharma
Chief Financial Officer

Vimal Banka
Director
DIN-00322532

Srishti Saxena
Company Secretary
M.No.- A40576

ANNUAL REPORT
OF



NJC HYDRO POWER LIMITED

CIN : U40101DL2009PLC196998

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Riju Jhunjunwala
Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Mr. Jainender Kardam, DGM Civil
Mr. Ravi Gupta, Company Secretary
Mr. Krishna Prasad, CFO

STATUTORY AUDITORS

M/s Doogar & Associates
Chartered Accountants,
New Delhi

INTERNAL AUDITORS

Mr. Krishna Prasad, CFO

BANKERS

State Bank of India
HDFC Bank Limited

REGISTERED OFFICE

Bhilwara Bhawan,
40-41, Community Centre,
New Friends Colony,
New Delhi - 110 025

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (NCR - Delhi)

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2020-21

Dear Members,

Your Directors have pleasure in presenting their twelfth (12th) Annual Report along with the Audited Financial Statement for the Financial Year ended 31st March, 2021 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial data for the current year and previous year are stated as following:

(Amt. in ₹ Lacs)

Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Total Income	-	-
Total Expenditure	2.35	2.41
Profit/(Loss) Before Tax	(2.35)	(2.41)
Taxes	-	-
Profit/(Loss) after Tax	(2.35)	(2.41)
Other Comprehensive Income	-	-
Total Comprehensive Income for the year	(2.35)	(2.41)
Basic EPS/Diluted EPS in ₹	(0.00235)	(0.00241)

The Company has not yet started its commercial activities

The Audited Financial Statements together with the Annual Reports forms part of the Annual Report. The Financial Statement of the Company has been placed on the website of the holding company, the link of which is www.bhilwaraenergy.com and of the Company the link of which is www.njchhydropower.com

2. OVERALL PERFORMANCE

During the financial year 2020-21 the Company incurred a loss of ₹ 2.35 lacs as against loss of ₹ 2.41 Lacs during the previous financial year. The company has not yet started its activities due to which no operational income was generated during the year.

3. STATEMENT OF COMPANY AFFAIRS/ PROJECT STATUS AND INFORMATION

Your Company, a wholly owned subsidiary of Bhilwara Energy Limited, is having license to develop of 780 MW Nyamjang Chhu Hydro Electric Project in the state of Arunachal Pradesh.

Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA). The matter is presently sub-judice in Itanagar Bench of Guwahati High Court. As per directions of Hon'ble Supreme Court, the process of arbitration has also started. The company has also initiated the process of negotiation with GoAP for settlement within the ambit of Memorandum of Agreement.

Wildlife Institute of India (WII) has also recommended that the project is not to be constructed to protect the habitat of Black Neck crane.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

5. SUBSIDIARIES/ ASSOCIATES/ JOINT VENTURES

The Company does not have any Subsidiary/ Associate or Joint Venture. Hence, this clause is not applicable. Accordingly, Company is not required to prepare consolidated Financial Statements and Form AOC-1 as prescribed in section 129(3) of the Companies Act, 2013.

6. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

7. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

8. PERSONNEL

(a) Industrial Relation

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure - I**.

9. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2021.

10. RESERVES

No amount was required to be transferred to Reserve.

11. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making investment in CSR Activities

so the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

Government of Arunachal Pradesh (GoAP) has issued the instant notice for termination of Memorandum of Agreement (MoA). The matter is presently sub-judice in Itanagar Bench of Guwahati High Court. As per directions of Hon'ble Supreme Court, the process of arbitration has also started. The company has also initiated the process of negotiation with GoAP for settlement within the ambit of Memorandum of Agreement.

Wildlife Institute of India (WII) has also recommended that the project is not to be constructed to protect the habitat of Black Neck crane.

13. SHARE CAPITAL

A) Issue of equity shares with differential rights

During the financial year 2020-21, no equity shares have been issued with differential rights.

B) Issue of sweat equity shares

During the financial year 2020-21, no sweat equity have been issued.

C) Issue of employee stock options

During the financial year 2020-21, no equity shares have been issued under employee stock option scheme/employee stock purchase scheme.

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2020-21 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure II** forming part of this Report.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL

• DIRECTORS RETIRE BY ROTATION DURING ENSUING AGM

During the year, Mr. Rishabh Jhunjhunwala (DIN:03104458) and Mr. Om Prakash Ajmera (DIN: 00322834) retire by rotation in the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

The Board recommends their reappointment.

DURING THE YEAR, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP's

• RETIRE BY ROTATION

During the year, Mr. Riju Jhunjhunwala (DIN: 00061060), Director and Mr. Om Prakash Ajmera (DIN: 00322834) retired by rotation at the 11th Annual General Meeting of the Company and being eligible,

offered themselves for re-appointment. Their appointment was approved by the shareholders at the 11th Annual General Meeting of the Company held on 29th September, 2020.

• RE-APPOINTMENT OF MR. PRADEEP AGARWAL AS AN INDEPENDENT DIRECTOR

The first term of office of Mr. Pradeep Agarwal (DIN: 02370420), as an Independent Director expired on 20th March, 2021. The Board in their meeting held on 28th July, 2020 on the recommendation of the Nomination & Remuneration Committee has re-appointed Mr. Pradeep Agarwal (DIN: 02370420) as an Independent Director of the Company, for the second term of 5(five) consecutive years for the period commencing from 21st March, 2021 to 20th March, 2026

His appointment was further approved by the shareholders at the 11th Annual General Meeting of the Company held on 29th September, 2020.

• RE-APPOINTMENT OF MANAGER (KMP)

During the Financial Year under review, Mr. Jainender Kardam was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 19th March, 2020 and subsequently approved by the members at an Extra Ordinary General Meeting held on 19th March, 2020 at shorter notice for a period of one year commencing from 01st April, 2020 to 31st March, 2021 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

Since the tenure of appointment of Mr. Jainender Kardam as the Manager of the Company in terms of section 2(53) of the Companies Act, 2013 expired on 31st March, 2021, therefore he was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 15th April, 2021 and subsequently approved by the members at an Extra Ordinary General Meeting held on 15th April, 2021 for a period of one year commencing from 01st April, 2021 to 31st March, 2022 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that the Company has received necessary declaration from each Independent Director/s under section 149(7) at the beginning of the financial year stating that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2 (51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

- Mr. Ravi Gupta, Company Secretary
- Mr. Krishna Prasad, Chief Financial Officer (CFO)
- Mr. Jainender Kardam, Manager

16. MEETINGS OF THE BOARD

The Board of Directors met four (4) times during the

financial year 2020-21. The meetings were held on 08th June, 2020, 28th July, 2020, 29th October, 2020 and 29th January, 2021 respectively.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Riju Jhunjunwala	Director	Non-Executive Director	4	4
2	Mr. Rishabh Jhunjunwala	Director	Non-Executive Director	4	4
3	Mr. Om Prakash Ajmera	Director	Non-Executive Director	4	4
4	Ms. Niharika Bindra	Director	Non-Executive Independent Director	4	4
5	Mr. Pradeep Agarwal	Director	Non-Executive Independent Director	4	4

17. AUDIT COMMITTEE

During the financial year 2020-21, the Audit Committee reviewed the Company's financial results, Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder.

All the recommendations of the Audit Committee were accepted by the Board during the financial year 2020-21. Majority of the members of the Committee possess knowledge of corporate finance, accounts and corporate laws.

During the year Four Audit Committee Meetings were held on 08th June, 2020, 28th July, 2020, 29th October, 2020 and 29th January, 2021 respectively

The Company Secretary acts as the secretary to the Committee.

The composition and attendance of Audit Committee held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairperson, Member	Non-Executive Director	4	4
2.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	4	4
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	4	4

18. NOMINATION AND REMUNERATION COMMITTEE MEETING

No Nomination and Remuneration Committee meeting was held during the year under review.

The Company Secretary acts as the Secretary to the Committee.

The composition and attendance of Nomination and

Remuneration Committee meetings held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category
1.	Mr. Om Prakash Ajmera	Chairperson, Member	Non-Executive Director
2.	Mr. Riju Jhunjunwala	Member	Non-Executive Director
3.	Ms. Niharika Bindra	Member	Non-Executive Independent Director
4.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director

19. MEETING OF THE MEMBERS

The Eleventh (11th) Annual General meeting of the members was held on 29th September, 2020.

No Extra Ordinary General Meeting was held during the year.

20. MEETING OF THE INDEPENDENT DIRECTORS

During the year under review, One Independent Director Meeting was held on 29th January, 2021. Independent Directors met without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The Company has not made any investments in terms of Section 186 of the Companies Act, 2013.

23. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

24. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to

protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the companies act, 2013 the board of directors on the recommendation of the nomination and remuneration committee has framed a policy for the appointment of directors and senior management of the company and their remuneration. The policy forms part of the board report as **Annexure-III** and has been placed on the website of the holding company, the link of which is www.bhilwaraenergy.com and of the Company the link of which is www.njchhydropower.com

26. STATUTORY AUDITORS

At the Annual General Meeting held on 5th August, 2019, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 15th Annual General Meeting to be held in the Calendar Year, 2024.

Your Directors inform the members that in accordance with the amendment notified by MCA on 7th May, 2018, the requirement of ratification of the appointment of Statutory Auditors at every Annual General Meeting has been done away with.

Further the Auditors have confirmed their eligibility u/s 141 of Companies Act, 2013 and the rules made there under.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts.

27. REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor and the Internal Auditor had reported any matter under Section 143 (12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

28. AUDITORS' REMARKS

The Auditors' Report for the FY 2020-21 contains following qualification.

"The Project of the company is currently on hold for the fulfillment of the directive of NGT and termination notice issued by Govt of Arunachal Pradesh which is sub-judice, the expenses incurred for the year ended March 31, 2021 amounting to INR 173.19 lakhs should have been recognised as revenue expenses and not as additions to the Capital Work In Progress and also the CWIP amount standing as on 31st March'2021

should have been tested for impairment and accordingly been provided for but no such exercise has been done by the company. This accounting treatment has resulted into understatement of loss by an even amount for the year ended March 31, 2021 and its consequential impact on EPS."

Board of Directors' Comments on the above qualification:

As the matter is presently sub-judice and hence no impairment/impairment testing is required and accordingly, there is no need to recognise the expense of Rs. 173.19 Lacs incurred during the year as revenue expense.

Except above, the Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

29. SECRETARIAL AUDITOR

In terms of Section 204 of the Act and Rules made there under, M/s. M. L. Sharma & Company, Company Secretaries have been re-appointed as Secretarial Auditors of the Company by the Board in their meeting held on 15th April, 2021 for the financial year 2020-21. The Secretarial Auditor has given their report for the financial year 2020-21.

The report of the Secretarial Auditors is annexed to this report as **Annexure IV**.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remarks.

30. INTERNAL AUDITOR

The Board, based on the recommendation of the Audit Committee appointed **Mr. Krishna Prasad, Chief Financial Officer (PAN: AKGPP2698M)** as its Internal Auditor in terms of section 138 of the Companies Act, 2013 read with Rule 13 of Companies Accounts (Rules) 2014 in the meeting held on 26th March, 2019.

31. EXTRACT OF THE ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in form **MGT- 9** is annexed to this annual report as **Annexure-V**. Further the Annual Return in form MGT-7 and extract of Annual Return in form MGT-9 is also placed on the website of the holding company M/s Bhilwara Energy Limited (www.bhilwaraenergy.com)

32. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge states the following:

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable & prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- iv. that the annual financial statement has been prepared on a going concern basis;
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

33. GENERAL DISCLOSURES

- The Company has a group policy in the name and in place against Sexual Harassment in line with the requirements of the Sexual Harassment of women at workplace (Prevention, Prohibition and redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding the sexual harassment.
- The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.
- No complaints were received during the financial year 2020-21.
- The financial year of the Company was same as of previous year.
- The Company has not change the name and its nature of business since last year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2020-21.

- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- The Company has made the necessary disclosure as per rule 8(5) of companies' accounts rules 2014.

34. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
NJC Hydro Power Limited

Riju Jhunjhunwala
Director
DIN: 00061060

Om Prakash Ajmera
Director
DIN: 00322834

Date : 28.07.2021
Place: Noida (U.P.)

ANNEXURE-I TO THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

NJC HYDRO POWER LIMITED**(A) Names of the top ten employees in terms of remuneration drawn**

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Jainender Kardam	DGM Civil (Manager)	44.97 Lakhs	Bachelor of Engineering (Civil) from Delhi College of Engineering in 1996 and is an MBA from Faculty of Management studies, Delhi University in 2003.	25 Years	47 Years	01.04.2012	Indo Canadian Consultancy Services Limited	NIL	Contractual	NO
2	*Mr. Ravi Gupta	Company Secretary	NIL	FCS, LLB.	21 Years	43 Years	27.03.2015	Bhilwara Energy Limited	NIL	Permanent	NO
3	**Mr. Krishna Prasad	CFO (Assistant General Manager Finance)	NIL	B.Com(H); ACA	20 Years	48 Years	18.03.2016	Lanco Mandakini Hydro Energy Pvt. Ltd.	NIL	Permanent	NO
4	Mr. Arjun Tamang	Sr. Executive Liasion	6.44 Lakhs	12th Pass; Diploma in short Hand Typing	17 Years	43 Years	01.01.2007	Self Employed	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in yrs.)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

Notes:

*Mr. Ravi Gupta is also the Company Secretary of the Holding Company M/s Bhilwara Energy Limited and is paid remuneration from the Holding Company M/s Bhilwara Energy Limited.

**Mr. Krishna Prasad is also the CFO of the Holding Company M/s Bhilwara Energy Limited and is paid remuneration from the Holding Company M/s Bhilwara Energy Limited.

ANNEXURE-II TO THE BOARD'S REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A) Conservation of energy:

- | | | |
|---|---|-----|
| i) the | : | Nil |
| i) the steps taken or impact on conservation of energy; | : | Nil |
| ii) the steps taken by the company for utilising alternate sources of energy; | : | Nil |
| iii) the capital investment on energy conservation equipments; | : | Nil |

B) Technology absorption:

- | | | |
|--|---|-----|
| i) the efforts made towards technology absorption; | : | Nil |
| ii) the benefits derived like product improvement, cost reduction, product development or import substitution; | : | Nil |
| iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- | : | Nil |
| a) the details of technology imported; | | |
| b) the year of import; | | |
| c) whether the technology been fully absorbed; | | |
| d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and | | |
| iv) the expenditure incurred on Research and Development. | | |

C) Foreign exchange earnings and Outgo:

- | | | |
|---------------------------|---|-----|
| Foreign Exchange Earnings | : | Nil |
| Foreign Exchange Outgo | : | Nil |

ANNEXURE-III TO THE BOARD'S REPORT
NOMINATION AND REMUNERATION POLICY

1. OBJECTIVE

The Key Objectives of the Committee would be:

- i. to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- ii. to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- iii. to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

a) Key Managerial Personnel: Key Managerial Personnel means:

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer; and
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

b) Senior Management: Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance.
- iv. to recommend to the Board on:
 - policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vi. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- vii. to devise a policy on Board diversity;
- viii. to develop a succession plan for the Board and to regularly review the plan;

4. MEMBERSHIP

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES OF COMMITTEE

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11. REMUNERATION DUTIES OF COMMITTEE

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee. Minutes of the Committee meetings will be tabled at the subsequent Board Meeting.

ANNEXURE-IV TO THE BOARD'S REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]

To

**The Members,
NJC HYDRO POWER LIMITED,
(CIN: U40101DL2009PLC196998)
New Delhi-110025**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NJC HYDRO POWER LIMITED** (hereinafter called the Company). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, documents, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period, covering **the financial year ended on March 31, 2021** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder **(Not applicable to the Company during the financial year under review)**;
- (iii) The Depositories Act, 1996 and the Regulations and bye laws framed thereunder; **(Not applicable to the Company during the financial year under scrutiny)**;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment **(Not applicable to the Company as there are no reportable transactions during the financial year under review)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) **(All the following Regulations including amendments, if any, from time to time are not applicable to the Company during the Audit period)**:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011);
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) Other laws applicable specifically to the company, as identified and on the basis of representation given by the management:
 - (a) The Electricity Act, 2003 and rules and regulations made thereunder;
 - (b) The Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.
- (vii) We have also examined compliance with the applicable clauses of the following:
 - (a) Secretarial Standards issued by *The Institutes of Company Secretaries of India* **(Notified and effective from 1st July, 2015)**;
 - (b) The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 **(Not Applicable to the company during the financial year under review)**.

During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of the Directors or committee of the Board, as the case may be. There was no dissenting vote for any matter.

We further report that we have relied on the representation made by the company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts and regulations to the Company. Therefore, we are of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company affairs.

This report is to be read with our letter of even date which is **Annexure I** and forms an integral part of this report.

For M.L. SHARMA & COMPANY
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)

FCS No: 8241

CP No: 6823

UDIN: F008241C000734661

Place: Delhi
Date: July 26 2021

ANNEXURE 'I'

To
The Members,
NJC HYDRO POWER LIMITED,
(CIN: U40101DL2009PLC196998)
New Delhi-110025

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial record and Books of Accounts of the Company since the same have been subject to review by statutory Auditor.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules regulations, standards is the responsibility of management. Our examination was limited to the verification of practices on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For M.L. SHARMA & COMPANY
Company Secretaries

CS Manohar Lal Sharma
(Proprietor)

FCS No: 8241

CP No: 6823

UDIN: F008241C000734661

Place: Delhi
Date: July 26 2021

ANNEXURE-V TO THE BOARD'S REPORT**FORM NO. MGT.9****EXTRACT OF ANNUAL RETURN****AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021****[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]****I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	U40101DL2009PLC196998
ii)	Registration Date	16-12-09
iii)	Name of the Company	NJC HYDRO POWER LIMITED
iv)	Category / Sub-Category of the Company	Public Company/ Limited by shares
v)	Address of the registered office and contact details	Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi, Delhi-110065
vi)	Whether Listed Company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any-	M/s Karvy Fintech Private Limited Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally Hyderabad Rangareddi TG-500032 Contact No. : +91-40-67162222

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Hydro Power	35101	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No.	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	M/s BhilwaraEnergy Limited	U31101DL2006PLC148862	Holding Company	100%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**(i) CATEGORY-WISE SHARE HOLDING**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a. Individual/HUF	-	6	6	0.000006	-	6	6	0.000006	NIL
b. Central Govt	-	-	-	-	-	-	-	-	-
c. State Govt (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	-	99,999,994	99,999,994	99.99999	-	99,999,994	99,999,994	99.99999	NIL
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	100,000,000	100,000,000	100	-	100,000,000	100,000,000	100	NIL
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	100,000,000	100,000,000	100	-	100,000,000	100,000,000	100	NIL

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal capital in excess of ₹ 1 Lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	100,000,000	100,000,000	100	-	100,000,000	100,000,000	100	NIL

The six shares are jointly held with M/s Bhilwara Energy Limited. (Promoter of the Company), the beneficial interest of which is with M/s Bhilwara Energy Limited (Promoter Company).

(ii) SHAREHOLDING OF PROMOTERS

S. No.	Shareholder's Name	Shareholding at the beginning of the year 2020-21			Shareholding at the end of the year 2020-21			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	M/s Bhilwara Energy Limited	100,000,000	100	-	100,000,000	100	-	NIL

*Out of 100,000,000 shares of ₹ 10 each, 6 equity shares are held jointly by the individuals and M/s Bhilwara Energy Limited, the beneficial interest of which is with M/s Bhilwara Energy Limited.

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	No Change			
2	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change			
3	At the End of the year (or on the date of separation, if separated during the year)	No Change			

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	No Change			
2	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change			
3	At the End of the year (or on the date of separation, if separated during the year)	No Change			

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Share holding during the year/specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO SHARES WERE HELD BY DIRECTORS/KMP'S			
	At the End of the year				

V. INDEBTEDNESS

INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT
(Amt. in Crore)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	63.41	-	63.41
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	0	63.41	-	63.41
Change in Indebtedness during the financial year				
• Addition	-	1.81	-	1.81
• Reduction	-	-	-	-
Net Change	0	1.81	-	1.81
Indebtedness at the end of the financial year				
i) Principal Amount	-	65.22	-	65.22
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	0	65.22	-	65.22

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Particulars of Remuneration	Name of MD/WTM/Manager	Total Amount (in Rs. Millions)
	Mr. Jainender Kardam (Manager)	
Gross salary		
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	44.97	44.97
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
Stock Option	-	-
Sweat Equity	-	-
Commission	-	-
- as % of profit	-	-
- others, specify...	-	-
Others, please specify	-	-
Total (A)	44.97	44.97
Ceiling as per the Act	60 Lakhs	60 Lakhs

B. REMUNERATION TO OTHER DIRECTORS:

S No.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	Ms. Niharika Bindra	Mr. Pradeep Agarwal		-
	• Fee for attending board committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	Mr. Riju Jhunjunwala	Mr. Rishabh Jhunjunwala	Mr. Om Prakash Ajmera	-
	• Fee for attending board committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B) = (1 + 2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

S No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Ravi Gupta (Company Secretary)	Ms. Krishna Prasad (CFO)	Total
1	Gross salary	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total	-	-	-

- The remuneration of KMPs (CFO & CS) is being drawn from the Holding company M/s Bhilwara Energy Limited.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

INDEPENDENT AUDITORS' REPORT

To the Members of NJC Hydro Power Limited

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of **NJC Hydro Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, **except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report**, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Qualified Opinion

The Project of the company is currently on hold for the fulfillment of the directive of NGT and termination notice issued by Govt of Arunachal Pradesh which is sub-judice, the expenses incurred for the year ended March 31, 2021 amounting to INR 173.18 lakhs should have been recognised as revenue expenses and not as additions to the Capital Work In Progress and also the CWIP amount standing as on 31st March 2021 should have been tested for impairment and accordingly been provided for but no such exercise has been done by the company. This accounting treatment has resulted into understatement of loss by an even amount for the year ended March 31, 2021 and its consequential impact on EPS.

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to Note-20 to the Ind AS financial statement, which describes the uncertainty relating to the effects of outcome of petition filed by the company with Hon'ble Guwahati High Court and Hon'ble Supreme Court challenging the instant notice issued by Government of Arunachal Pradesh (GoAP) for termination of the Project and invoking its right to take over

the project on "AS IS WHERE IS BASIS" and allotting the same to third party. The company's prayer is for seeking refund of upfront premium as per provisions of MoA, in view of the WII report recommending no construction of Nyamjing Chhu HEP at site.

We are unable to comment on the financial implications and future operations of the company till the final outcome.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. **Except for the effects of matter described in the Basis of Qualified Opinion paragraph above**, in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d. **Except for the effects of matter described in the Basis of Qualified Opinion paragraph above**, in our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
 - e. On the basis of written representations received from the directors as on March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021, from being appointed as a director in terms of section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations as confirmed by the Management; therefore there is no impact on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah
Partner
Membership No. 511239
UDIN: 21511239AAAAU3046

Place: Noida, U.P.
Date: 06.05.2021

ANNEXURE 'A' TO AUDITORS' REPORT

(Annexure referred to in our report of even date)

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section of our report of even date

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no discrepancy has been noticed on such verification as compared to book records.
- (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2021.
- ii. According to the information and explanation given to us and the records examined by us, the company is not having any inventory, therefore the provisions of clause 3(ii) of the said CARO 2016 Order are not applicable to the Company
- iii. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered by section 189 of the Companies Act, 2013. Accordingly, clauses 3(iii) (a), (b) and (c) are not applicable.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.
- v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.
- vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are

not being maintained.

- vii (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2021.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.
- viii. According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders.
- ix. According to the information and explanations given by the management, the company has not raised any money of initial public offer/further public offer. Further in our opinion and according to the information and explanations given by the management the company has utilized the monies raised by way of debt instruments in the nature of debentures/term loans for the purposes for which those were raised.
- x Based upon the audit procedures performed for the purpose of reporting the true and fair view of financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the company has been noticed or reported during the year.
- xi According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our Opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order is not applicable to the company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with related parties are in compliance with section 177 & 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to company and, not commented upon.
- xv In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

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xvi According to the information and explanations given to us, the provisions of section 45-IA of Reserve Bank of India Act, 1934 are not applicable to the Company.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 21511239AAAAAU3046

Place: Noida, U.P.
Date: 06.05.2021

Annexure B to the Independent Auditor's Report to the Members of NJC Hydro Power Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **NJC Hydro Power Limited** ("the Company") as of 31st March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over

financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 21511239AAAAAU3046

Place: Noida, U.P.
Date: 06.05.2021

BALANCE SHEET AS AT MARCH 31, 2021

(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
I ASSETS			
A Non-Current Assets			
i Property, Plant and Equipment	3	0.63	0.65
ii Capital Work-In-Progress	4	16,453.51	16,280.32
iii Financial Assets			
a. Loans	5	2.00	2.00
		16,456.14	16,282.97
B Current Assets			
i Financial Assets			
a. Cash and Cash Equivalents	6	5.98	2.42
ii Other Current Assets	7	0.10	0.11
		6.08	2.53
Total Assets		16,462.22	16,285.50
II EQUITY AND LIABILITIES			
A Equity			
i Equity Share Capital	8	10,000.00	10,000.00
ii Other Equity	9	(87.80)	(85.45)
		9,912.20	9,914.55
B Liabilities			
Non-Current liabilities			
i Provisions	13	19.59	19.31
		19.59	19.31
Current Liabilities			
i Financial Liabilities			
(a) Borrowings	10	6,522.33	6,341.29
(b) Trade Payables	11		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	-
ii Other Current Liabilities	12	7.73	9.99
iii Provisions	13	0.37	0.36
		6,530.43	6,351.64
Total Equity & Liabilities		16,462.22	16,285.50
Significant accounting policies	2		

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
 Chartered Accountants
 Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
 Partner
 Membership No : 511239

Riju Jhunjhunwala
 Director
 DIN - 00061060

O.P. Ajmera
 Director
 DIN - 00322834

Place: Noida (U.P.)
 Date: May 06, 2021

Krishna Prasad
 Chief Financial Officer

Ravi Gupta
 Company Secretary
 M. No. F5731

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021

		(₹ in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2021	For the year ended March 31, 2020
i Revenue from operations		-	-
ii Total revenue		-	-
iii Expenses	14		
Miscellaneous expenses		0.05	0.11
Audit fee		2.30	2.30
iv Total expenses		2.35	2.41
v Profit / (Loss) before tax for the year		(2.35)	(2.41)
vi Other comprehensive income(net of tax)			
(i) Items that will not be reclassified to profit or loss		-	-
vii Total comprehensive income		(2.35)	(2.41)
viii Earnings per equity share	15		
1) Basic (in ₹)		(0.00235)	(0.00241)
2) Diluted (in ₹)		(0.00235)	(0.00241)

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
Partner
Membership No : 511239

Riju Jhunjunwala
Director
DIN - 00061060

O.P. Ajmera
Director
DIN - 00322834

Place: Noida (U.P.)
Date: May 06, 2021

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

a. Equity share capital		(₹ in Lakhs)
Particulars	No. of Shares	Amount
Balance at April 01, 2019	1,000.00	10,000.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2020	1,000.00	10,000.00
Balance at April 01, 2020	1,000.00	10,000.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2021	1,000.00	10,000.00
Equity shares of ₹ 10 each issued, subscribed and fully paid		
b. Other equity		
Particulars	Reserves & Surplus	Amount
	Retained earnings	
Balance at April 01, 2019	(83.04)	(83.04)
Profit / (loss) for the year	(2.41)	(2.41)
Balance as at March 31, 2020	(85.45)	(85.45)
Balance at April 01, 2020	(85.45)	(85.45)
Profit / (loss) for the year	(2.35)	(2.35)
Balance as at March 31, 2021	(87.80)	(87.80)

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
 Chartered Accountants
 Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
 Partner
 Membership No : 511239

Riju Jhunhunwala
 Director
 DIN - 00061060

O.P. Ajmera
 Director
 DIN - 00322834

Place: Noida (U.P.)
 Date: May 06, 2021

Krishna Prasad
 Chief Financial Officer

Ravi Gupta
 Company Secretary
 M. No. F5731

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(₹ in Lakhs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash Flow From Operating Activities		
Net operating profit/(loss) before tax	(2.35)	(2.41)
Operating Profit/(loss) before working capital changes	(2.35)	(2.41)
Adjustment to reconcile profit before tax to net cash flows		
(Increase) / Decrease in other short term assets	-	(0.03)
Increase / (Decrease) in provisions	0.30	4.54
Increase / (Decrease) in other short term financial liabilities	181.04	57.34
Increase / (Decrease) in other short term liabilities	(2.27)	0.09
Cash generated from / (used) in operations before tax	176.72	59.53
Net cash flow from / (used) in operating activities	176.72	59.53
B. Cash Flow From Investing Activities		
Increase in Capital work-in-progress	(173.16)	(59.68)
Net cash flow (used) in/ from Investing Activities	(173.16)	(59.68)
Net cash (used) in/ from Operating and Investing Activities	3.56	(0.15)
Net cash (used) in/ from Operating, Investing & Financing Activities	3.56	(0.15)
Effect of exchange differences on translation of foreign currency cash & cash equivalent		
Net increase/(decrease) in cash & cash equivalent	3.56	(0.15)
Opening balance of cash & cash equivalent	2.42	2.57
Closing balance of cash & cash equivalent	5.98	2.42
Note: Cash and cash equivalents included in the cash flow statement comprise of the following:		
i) Cash balance on hand	0.59	0.57
ii) Balance with banks :		
- In current accounts	5.39	1.85
Total	5.98	2.42

Significant accounting policies

Accompanying notes are integral part of the financial statements

Signed in terms of our report of even date

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Mukul Marwah
Partner
Membership No : 511239

Riju Jhunjhunwala
Director
DIN - 00061060

O.P. Ajmera
Director
DIN - 00322834

Place: Noida (U.P.)
Date: May 06, 2021

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

1. CORPORATE INFORMATION

NJC Hydro Power Limited (the "Company") is a closely held public limited company incorporated on 16th December, 2009 under the Companies Act 1956 (superseded by Companies Act, 2013). The Company is engaged in the business of establishing, commissioning, setting up, operating and maintaining hydro power generating stations, tie-lines, sub-stations and transmission lines on build, own, operate (BOO), and /or built, own and transfer (BOT), and /or build, own, lease and transfer (BOLT) and/or build, own, operate and transfer (BOOT) basis and/or any other formats/methods used in the power business. Currently the Company has license for the development of 780 MW hydro power project in the state of Arunachal Pradesh, India, the development of which is on hold.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company, with effect from 1st April 2016, has adopted Indian Accounting Standards (Ind AS) notified under the Rule 3 of the Companies (Ind AS) Rules, 2015 as amended thereof.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

a) Current versus non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognised upon transfer of control of promised goods or services to customers at transaction price (net of taxes and duties), arrived at by determining the fair value of the consideration received or receivable after adjusting returns, allowances, trade discounts, volume discounts etc. in exchange of goods or services.

For applying above principle the Company adopts five step model, which are: a) Identify the contract(s) with customer(s); b) Identify the performance obligations under the contract(s) c) Determine the transaction price d) Allocate the transaction price to the performance obligations in the contract(s) e) recognise revenue, when or as the entity satisfies a performance obligation.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment with mutual funds and others is recognized on declaration basis .When the right to receive payment is established

d) Inventory valuation

Inventories comprising of explosive stocks are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

e) Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/implementation, interest on term loans/debentures to finance PPE and expenditure on start-up/commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on fixed assets is calculated on straight line method (SLM) is using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013. The Company has used the following useful lives to provide depreciation on its PPE.

Asset description	Useful Life (Years)
Plant & machinery	22
Other equipment	5-10
Computers and equipment	3-6
Vehicle	8
Furniture & fixtures	10

f) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Impairment of non-financial assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

i) Financial instruments

Financial assets

a) Initial recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

b) Subsequent measurement

Non-derivative financial instruments

• **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model

whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of financial assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially

different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

a) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent.

The company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

b) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

- **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

- **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

- **Exchange differences**

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19 'Employee Benefits'.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS) -19 'Employee Benefits'. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end.

Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

Provident fund

Retirement benefits in the form of provident fund and superannuation scheme are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee

l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o) Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period.

The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Borrowing cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

r) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Project equipment	Vehicles	Total
Gross carrying value			
As at April 1, 2019	0.24	12.64	12.88
Additions	-	-	-
Disposals	0.24	-	0.24
As at March 31, 2020	-	12.64	12.64
Additions	-	-	-
Disposals	-	-	-
As at March 31, 2021	-	12.64	12.64
Depreciation			
As at April 1, 2019	0.24	11.25	11.49
Charge for the year	-	0.74	0.74
Disposals	0.24	-	0.24
As at March 31, 2020	-	11.99	11.99
Charge for the year	-	0.02	0.02
Disposals	-	-	-
As at March 31, 2021	-	12.01	12.01
Net Carrying Value			
As at March 31, 2020	-	0.65	0.65
As at March 31, 2021	-	0.63	0.63

4 CAPITAL WORK IN PROGRESS

(₹ in Lakhs)

Particulars	As at March 31, 2021	Additions	As at March 31, 2020
Capital Work-in-progress	1,018.23	-	1,018.23
Pre-Operative Expenses			
Salaries, Wages and Bonus	2,158.60	52.64	2,105.96
Contribution to Provident and Other Funds	73.41	-	73.41
Workmen and Staff Welfare Expenses	9.85	0.05	9.80
Rent Expenses	298.37	-	298.37
Rates & Taxes	2.49	-	2.49
Insurance Expenses	4.60	0.21	4.39
Repairs and Maintenance	921.93	-	921.93
Travelling Expense	313.61	-	313.61
Conveyance Expenses	61.68	0.89	60.79
Vehicle Running & Maintenance Expenses	153.20	-	153.20
Communication Expenses	19.13	0.06	19.07
Advertisement & Publicity	55.79	-	55.79
Legal and Professional Expense	1,111.08	119.04	992.04
Fee & Subscription	45.48	0.03	45.45
Stores Consumption	23.27	-	23.27
Power and Fuel	58.29	-	58.29
Loss on Sale of Fixed Assets (Net)	9.41	-	9.41
Testing & Surveys	16.56	-	16.56
Project Expenses	266.00	-	266.00
Consultancy Charges	4,180.92	-	4,180.92
Upfront Premium	2,546.80	-	2,546.80
Miscellaneous Expenses	710.28	-	710.28
Financial / Bank Charges	2,222.65	0.25	2,222.40
Depreciation-fixed Asset	171.88	0.02	171.86
	16,453.51	173.18	16,280.32

5 OTHER FINANCIAL ASSETS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
FDR with VAT Department	0.50	0.50	-	-
Deposit with NSDL	1.50	1.50	-	-
	2.00	2.00	-	-

6 CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
- Balance with banks		
On Current accounts	5.39	1.85
- Cash on hand	0.59	0.57
	5.98	2.42

7 OTHER ASSETS

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Considered good, unless otherwise stated		
Prepaid expenses	0.10	0.11
	0.10	0.11

8 EQUITY SHARE CAPITAL

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Authorised		
1,000.00 Lakhs (previous year 1,000.00 Lakhs) equity shares of ₹ 10 each	10,000.00	10,000.00
Issued,subscribed and fully paid up		
1,000.00 Lakhs (previous year 1,000.00 Lakhs) equity shares of ₹ 10 each	10,000.00	10,000.00
	10,000.00	10,000.00

Notes:

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares (in Lakhs)	(₹ in lakhs)	No. of Shares (in Lakhs)	(₹ in lakhs)
Equity shares				
Shares outstanding at the beginning of the year	1,000.00	10,000.00	1,000.00	10,000.00
Changes during the year	-	-	-	-
Shares outstanding at the end of the year	1,000.00	10,000.00	1,000.00	10,000.00

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

The company has not issued bonus shares, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

(c) Details of shareholders holding more than 5% shares/shares held by the holding company in the Company

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares (in Lakhs)	% holding	No. of Shares (in Lakhs)	% holding
Equity shares of ₹ 10 each fully paid up				
Bhilwara Energy Limited	1,000.00	100%	1,000.00	100%
	1,000.00	100%	1,000.00	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

9 OTHER EQUITY (₹ in lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a. Profit/(Loss) in the statement of profit and loss		
Balance at the beginning of the year	(85.45)	(83.04)
Addition during the year	(2.35)	(2.41)
Balance at the end of the year	(87.80)	(85.45)

10 BORROWINGS (₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Loan repayable on demand - unsecured		
Loans & advances from related parties (holding company-interest free)	6,522.33	6,341.29
	6,522.33	6,341.29

11 TRADE PAYABLES (₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	-	-
	-	-

***Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

12 OTHER LIABILITIES

(₹ in lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Other payable	4.71	4.86
Payable to employees	2.13	4.12
Statutory dues payable	0.89	1.01
	7.73	9.99

13 PROVISIONS

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits				
- Compensated absences	8.79	9.02	0.16	0.16
- Gratuity	10.80	10.29	0.21	0.20
	19.59	19.31	0.37	0.36

14 OTHER EXPENSES

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Miscellaneous expenses	0.05	0.11
Payment to auditor	2.30	2.30
	2.35	2.41

Notes :-
(i) Payment to statutory auditors comprise (including indirect tax):

(₹ in lakhs)

Payment to auditor	For the Year ended March 31, 2021	For the Year ended March 31, 2020
- Audit fee	1.77	1.77
- Fees for certification	0.53	0.53
Total	2.30	2.30

15 EARNING PER SHARE

(₹ in lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Net Profit for basic & diluted EPS	(2.35)	(2.41)
b) Number of equity shares at the beginning of the year (in Lakhs)	1000.00	1000.00
Total number of shares outstanding at the end of the year (in Lakhs)	1000.00	1000.00
Earning per share - basic (₹)	(0.00235)	(0.00241)
Earning per share - diluted (₹)	(0.00235)	(0.00241)
Face value per share (₹)	10.00	10.00

16. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

17. COMMITMENTS AND CONTINGENCIES
(i) Contingent Liabilities

- As per the information available from the management, as certified by them, there is no contingent liability as at 31st March, 2021. (Previous Year ₹ NIL).

(ii) Commitments

- Estimated amount of contracts remaining to be executed on capital account and not provided for as on the date of balance sheet (net of advances) are ₹ NIL (Previous Year ₹ NIL).
- Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advance) ₹ NIL (Previous Year ₹ NIL).

18. RELATED PARTY DISCLOSURES

- a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Bhilwara Energy Limited. (BEL)	-Holding Company
ii.	Malana Power Company Limited. (MPCL)	-Fellow Subsidiary
iii.	AD Hydro Power Limited. (ADHPL)	-Subsidiary of a fellow Subsidiary (MPCL)
iv.	Indo Canadian Consultancy Services Limited. (ICCSL)	-Fellow Subsidiary
v.	BG Wind Power Limited. (BGWPL)	-Fellow Subsidiary
vi.	Chango Yangthang Hydro Power Limited. (CYHPL)	-Fellow Subsidiary
vii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	-Fellow Subsidiary

- b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture:

N. A.

- c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

N. A.

- d) Key Management Personnel

- a. Mr. Krishna Prasad - Chief Financial Officer
b. Mr. Ravi Gupta - Company Secretary
c. Mr. Jainender Kardam - Manager

- e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

N. A.

The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
i) Parties referred to in item (a) above		
Transaction during the year:		
Loan taken from holding company	181.04	52.56
Loan (repayment) to holding company	-	-
Outstanding Payable:		
Holding Company	6,522.33	6,341.29
Balance Receivable:		
ii) Transaction with parties referred to in item (b) above	-	-
iii) Transaction with persons referred to in (c) above	-	-
iv) Transaction with persons referred to in (d) above		
a. Salaries /Perquisites paid/payable during the year to Mr. Jainender Kardam	44.97	46.37
v) Transaction with persons referred to in (e) above	-	-

Compensation of Key Managerial Personnel#

Particulars	As at March 31, 2021				As at March 31, 2020			
	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total	Mr. Jainender Kardam (Manager)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)*	Total
Short Term Benefits	44.97	-	-	44.97	46.37	-	-	46.37
Total	44.97	-	-	44.97	46.37	-	-	46.37

*The remuneration of KMPs (CFO & CS) is being drawn from the Holding company M/s Bhilwara Energy Limited.

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

19. EMPLOYEE BENEFITS PLAN

A. Gratuity

Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	11.01	10.49
Fair value of Plan Assets	-	-
	11.01	10.49
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	11.01	10.49

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Total Charge/(Credit) Recognised in Profit and Loss	1.52	1.41
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	(1.00)	1.33

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation, beginning of period	10.49	7.75
b) Interest Cost on DBO	0.74	0.60
c) Net Current Service Cost	0.78	0.81
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(1.00)	1.33
k) Defined Benefit Obligation, End of Period	11.01	10.49

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	0.78	0.81
b) Net Interest Cost	0.74	0.60
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	1.52	1.41

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period - End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in OCI, (Gain) / Loss Beginning of Period	2.03	0.70
b) Remeasurements Due to :	-	-
1. Effect of Change in Financial Assumptions	(0.37)	1.28
2. Effect of Change in Demographic Assumptions	-	(0.00)
3. Effect of Experience Adjustments	(0.62)	0.05
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognized in OCI (Gain)/Loss	(1.00)	1.33
d) Amount Recognized in OCI (Gain)/Loss, End of Period	1.03	2.03

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in P&L, End of Period	1.52	1.41
b) Amount recognized in OCI, End of Period	(1.00)	1.33
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	0.52	2.74

6 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability, Beginning of Period	10.49	7.75
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	1.52	1.41
d) Total Remeasurements Recognised in OC (Income)/Loss	(1.00)	1.33
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	-	-
g) Benefits Paid	-	-
h) Other Events	-	-
i) Balance Sheet (Asset)/Liability, End of Period	11.01	10.49

7	Actual Return on Plan Assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Expected return on plan assets	-	-
	b) Remeasurement on Plan Assets	-	-
	c) Actual Return on Plan Assets	-	-
8	Change in the Unrecognised Asset due to the Asset Ceiling During the Period	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Unrecognised Asset, Beginning of Period	-	-
	b) Interest on Unrecognised Asset Recognised in P&L	-	-
	c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
	d) Unrecognized Asset, End of Period	-	-
9	The Major Categories of Plan Assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Government of India Securities (Central and State)	-	-
	b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
	c) Equity Shares of listed companies	-	-
	d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-
	e) Funds Managed by Insurer	-	-
	f) Others	-	-
	Total	-	-
10	Current / Non-Current Bifurcation	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Current liability	0.21	0.20
	b) Non-Current liability	10.80	10.29
	c) Net Liability	11.01	10.49
11	Defined Benefit Obligation by Participant Status	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Actives	11.01	
	b) Vested Deferreds	-	
	c) Retirees	-	
	d) Total Defined Benefit Obligation	11.01	
12	Sensitivity Analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(1.23)	
	b) Defined Benefit Obligation – Discount Rate -100 Basis Points	1.41	
	c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	1.42	
	d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(1.25)	
13	Expected Cash flows for the Next Ten Years	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Year - 2022	0.22	
	b) Year - 2023	0.26	
	c) Year - 2024	0.31	
	d) Year - 2025	0.37	
	e) Year - 2026	0.40	
	f) Year - 2027 to 2031	3.52	

B. Leave encashment**Financial Assumptions Used to Determine the Profit & Loss Charge****(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit**(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period - End**(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	8.95	9.17
Fair value of Plan Assets	-	-
	8.95	9.17
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	8.95	9.17

1 Change in Defined Benefit Obligation**(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation, beginning of period	9.17	7.37
b) Interest Cost on DBO	0.64	0.57
c) Net Current Service Cost	0.64	0.71
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(1.50)	0.52
k) Defined Benefit Obligation, End of Period	8.95	9.17

2 Change in Fair Value of Plan assets**(₹ in Lakhs)**

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Amounts Recognised in Statement of Profit & Loss at Period-End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	0.64	0.71
b) Net Interest Cost	0.64	0.57
c) Past Service Cost	-	-
d) Remeasurements*	(1.50)	0.52
e) Administration Expenses	-	-
f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g) Total Expense/(Income) included in "Employee Benefit Expense"	(0.22)	1.80

4 Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Remeasurements Due to:		
1. Effect of Change in Financial Assumptions	(0.30)	1.11
2. Effect of Change in Demographic Assumptions	-	(0.00)
3. Effect of Experience Adjustments	(1.20)	(0.59)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
b) Total Remeasurements Recognised (gains)/losses	(1.50)	0.52

5 Reconciliation of Balance Sheet Amount (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability, Beginning of Period	9.17	7.37
b) Total Charge/(Credit) Recognised in Profit and Loss	(0.22)	1.80
c) Acquisition /Business Combination / Divestiture	-	-
d) Benefit Payouts	-	-
e) Balance Sheet (Asset)/Liability, End of Period	8.95	9.17

6 Actual Return on Plan Assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Expected return on plan assets	-	-
b) Remeasurement on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

7 Asset Category (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Government of India Securities (Central and State)	-	-
b) High quality corporate bonds (including Public Sector Bonds)	-	-
c) Equity shares of listed companies	-	-
d) Real Estate / Property	-	-
e) Cash (including Special Deposits)	-	-
f) Other (including assets under Schemes of Insurance)	-	-
g) Total	-	-

8 Current / Non-Current Bifurcation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Current liability	0.16	0.16
b) Non-Current liability	8.79	9.02
c) Net Liability	8.95	9.17

9 Defined Benefit Obligation by Participant Status (₹ in Lakhs)	
Particulars	As at March 31, 2021
a) Actives	8.95
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	8.95

10 Sensitivity Analysis (₹ in Lakhs)	
Particulars	As at March 31, 2021
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.99)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	1.14
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	1.14
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(1.01)

20. Environmental Clearance (EC) of Nyamjang Chhu HEP (6X130 MW) was challenged in National Green Tribunal (NGT) by NGO. NGT in their order dated 7th April, 2016 suspended the Environment Clearance granted to the project till the directions as given in the order are complied. NGT also directed MOEF&CC to make a separate study of E-Flow requirement for protection of Habitat of the Black Neck Crane and for the conservation of the Black Neck Crane through the Wildlife Institute of India (WII).

While the studies were in progress, Government of Arunachal Pradesh issued instant notice for termination on 22nd March, 2019 invoking its right to take over the project on “AS IS WHERE IS BASIS” and allotting the same to third party. The Company filed petition challenging instant notice for termination under section 9 of Arbitration Act in District Courts of Itanagar for immediate relief to maintain the status quo which was granted vide their order dated 30th April, 2019 and the termination notice was also suspended. WII submitted its report to GoAP and the same was submitted to court on pursuance of the company. In the report, WII has recommended no construction of Nyamjnag Chhu HEP at site. The project being not viable as per WII report, an application u/s 9 was filed seeking refund of upfront premium as per provisions of MoA. District Court vide their order dated 18th March, 2020 disposed of the petition and advised to invoke arbitration within 45 days. Due to Covid 19 pandemic lockdown the company approached District Court for extension of the interim protection by another 90 days which was turned down by them. The company filed an appeal with Gauhati High Court u/s 37 of the Arbitration Act challenging the earlier orders of District Courts. An appeal was admitted by The Hon’ble High Court but interim extension was not granted. Interim order of the Gauhati High court in this regard was challenged in Supreme Court by filing Special Leave petition. Hon’ble Supreme Court vide its order dated 08th May, 2020 granted the relief for extension with notice to the other party. The Hon’ble Supreme Court disposed off the SLP vide its order dated 17th June, 2020 and granted to the company four weeks times to take appropriate steps in respect of commencing of Arbitral proceedings and also extended the benefit of interim relief granted by District Court, if steps are taken for commencing Arbitral proceedings. Pursuant to the direction of the Hon’ble Supreme Court, the company sent legal notice for invocation of Arbitration on 10th July, 2020 through legal Counsel. GOAP vide letter dated 03rd August, 2020 replied to the company notice for invocation of arbitration and also suggested about negotiations. Thus, a short rejoinder was sent to GoAP on 10th August 2020 wherein company agreed for the negotiations as mentioned in the GoAP notice. Subsequently, a letter was received from GoAP for the negotiations and asked us to approach Chief Engineer (Monitoring), DHPD. The company has replied to GoAP and has agreed for discussion on the resolution of the issue. Recently on 5th April 2021, GoAP has advised company to take necessary action as mentioned in its previous letter. The matter relating to refund of upfront Premium is still sub-judice with Gauhati High Court.

21. The company has license to implement a hydroelectric power project in the state of Arunachal Pradesh. Presently all activities are being carried out in process of project implementation and all direct and indirect expenditure is related to the project and, hence, forms part of capital work in progress. Preliminary expenses/ROC expenses are charged off to statement of profit & loss as period cost & other relevant details have been furnished in the note no.4 ‘Project & Pre-operative expenditure (pending allocation). Balance standing in this account at this of project commissioning will be allocated to the relevant assets.
22. The Information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 (“The Act”) have been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. The information has been relied upon by the auditors.

23. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company’s senior management oversees the management of these risks. It is the Company’s policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as

equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2021 and March 31, 2020

i. Interest rate risk

There is no long term debt obligation of the company as on March 31, 2021

ii. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there are no transactions in foreign currency. Hence, no further disclosure is required under this section.

iii. Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is not exposed to any credit risk as there are no trade receivable and borrowing from bank

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Financial assets are written off when there is no reasonable expectation of recovery.

Financial assets to which loss allowance is measured using 12 months Expected credit loss (ECL)

(₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
FDR with VAT Department	0.50	-	0.50	0.50	-	0.50
Deposit with NSDL	1.50	-	1.50	1.50	-	1.50
Cash and Cash Equivalents	5.99	-	5.99	2.42	-	2.42
Total	7.99	-	7.99	4.42	-	4.42

c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's board is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

(₹ in Lakhs)

As at March 31, 2021	0-12 months	12 months to 3 years	More than 3 years	Total
Loans & advances from related parties	6,522.33	-	-	6,522.33
Payables to employees	2.13	-	-	2.13
Other payables	4.71	-	-	4.71

(₹ in Lakhs)

As at March 31, 2020	0-12 months	12 months to 3 years	More than 3 years	Total
Loans & advances from related parties	6,341.29	-	-	6,341.29
Payables to employees	4.12	-	-	4.12
Other payables	4.86	-	-	4.86

24. CAPITAL MANAGEMENT

a) Risk management

The Company's objective when managing capital is to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

- (ii) Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

25. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT (₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
FDR with VAT department	-	-	0.50	-	-	0.50
Deposits with NSDL	-	-	1.50	-	-	1.50
Cash and Cash Equivalents	-	-	5.99	-	-	2.42
Total Financial Assets	-	-	7.99	-	-	4.42
Financial Liabilities						
Loans & Advances from Related Parties	-	-	6,522.33	-	-	6,341.29
Payable to employees	-	-	2.13	-	-	4.12
Other payables	-	-	4.71	-	-	4.86
Total Financial Liabilities	-	-	6,529.17	-	-	6,350.28

i. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

26. IMPAIRMENT REVIEW

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

27. During the current year, the Company has reclassified below mentioned account balances related to previous year March 31, 2020. The detail of the same is as under:- NIL

28. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term Security Deposits and Upfront premium in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 06, 2021.

As per our report of even date.

For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

Mukul Marwah
Partner
Membership No : 511239

Place: Noida (U.P.)
Date: May 06, 2021

For and on behalf of the Board of Directors of
NJC Hydro Power Limited

Riju Jhunjhunwala
Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

O.P. Ajmera
Director
DIN - 00322834

Ravi Gupta
Company Secretary
M. No. F5731

ANNUAL REPORT
OF

**CHANGO YANGTHANG HYDRO
POWER LIMITED**

CIN : U40101HP2011PLC031772

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Riju Jhunjunwala
Mr. Rishabh Jhunjunwala
Mr. O. P. Ajmera
Ms. Niharika Bindra
Mr. Pradeep Agarwal

KEY EXECUTIVES

Mr. Pradeep Kumar Sharma, Manager
Mr. Sushil Kumar, CFO

STATUTORY AUDITORS

M/s. Doogar & Associates
Chartered Accountants,
New Delhi

BANKERS

Yes Bank Ltd.

REGISTERED OFFICE

Sewati Niwas, Near Hanuman Mandir,
Khalini, Khalini Chowk, Mist Chamber,
Upper Khalini, Khalini Shimla - 171002

CORPORATE OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301 (U. P.)

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2020-21

Dear Members,

Your Directors have pleasure in presenting their Tenth (10th) Annual Report along with the Audited Financial Statement for the Financial Year ended March 31, 2021 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial data for the current year and previous year are stated as following:

(Amount in ₹ Lac)

Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Total Income	0.08	1.50
Total Expenditure	33.93	36.01
Profit/(Loss) Before Tax	(33.85)	(34.52)
Taxes	0	0
Profit/(Loss) after Tax	(33.85)	(34.52)
Other Comprehensive Income	0.28	(0.25)
Total Comprehensive Income for the year	(33.57)	(34.77)
Basic EPS/Diluted EPS in ₹	(0.06)	(0.06)

The Company has not yet started its commercial activities.

The Audited Financial Statements forms part of the Annual Report. The Financial Statement of the Company has been placed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE

During the financial year 2020-21, the company incurred a loss of ₹ 33.85 Lacs as compared to ₹ 34.52 Lacs loss during the previous financial year 2019-20.

Due to various socio legal issues not in the control of the company, the company has filed application with Govt. of H.P. for refund of upfront premium and security deposit of ₹ 3,969.45 Lakhs along with interest @10%. The Company is constantly following up with the State Government for the refund of the said amount with interest.

3. STATEMENT OF COMPANY AFFAIRS/ PROJECT STATUS AND INFORMATION

Your Company, a wholly owned subsidiary of M/s Bhilwara Energy Limited, was having license to develop 180 MW Chango Yangthang Hydro Electric Project in the state of Himachal Pradesh.

Due to various socio legal issues not in the control of the company, the company has filed application with Govt. of H.P. for refund of upfront premium and security deposit of ₹ 3,969.45 Lakhs along with interest @10%. The Company is constantly following up with the State Government for the refund of the said amount with interest.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There were no material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

5. SUBSIDIARIES/ ASSOCIATES/ JOINT VENTURES

The Company does not have any Subsidiaries/ Associate or Joint Venture. Hence, this clause is not applicable. Accordingly, Company is not required to prepare consolidated Financial Statements and Form AOC-1 as prescribed in section 129(3) of the Companies Act, 2013.

6. DIVIDEND

In the view of the accumulated losses, your Director's could not propose any dividend for the financial year under review.

7. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has adequate internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. The Audit Committee reviews financial statements along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

8. PERSONNEL**(a) Industrial Relation**

The Industrial Relations during the period under review generally remained cordial without any untoward incidents.

(b) Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure –I**.

9. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which were outstanding as on 31st March, 2021.

10. RESERVES

No amount was required to be transferred to Reserve.

11. CORPORATE SOCIAL RESPONSIBILITY

The company does not fit into the criteria as specified under section 135 for making expenditure in CSR Activities so the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable

12. SHARE CAPITAL

- a) **Issue of equity shares with differential rights**
During the financial year 2020-21, no equity shares have been issued with differential rights.
- b) **Issue of sweat equity shares**
During the financial year 2020-21, no sweat equity shares which have been issued.
- c) **Issue of employee stock options**
During the financial year 2020-21, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.
- d) **Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees**
During the Financial Year 2020-21 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

13. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure-II** forming part of this Report.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL

- **DIRECTORS RETIRE BY ROTATION IN THE ENSUING AGM**
Pursuant to the provisions of Companies Act, 2013 Mr. Rishabh Jhunjhunwala (DIN: 03104458) and Mr. Om Prakash Ajmera (DIN:00322834) shall retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment.
The Board recommends their re-appointment.
DURING THE FINANCIAL YEAR 2020-21, THE FOLLOWING CHANGES OCCURRED IN THE DIRECTORS & KMP'S
- **RESIGNATION OF COMPANY SECRETARY**
Your Directors informs the members that, Ms. Priyanshi Garg resigned from the post of Company Secretary w.e.f 25th June, 2020.
- **APPOINTMENT OF COMPANY SECRETARY**
Your Directors informs the members that based on the recommendation of Nomination & Remuneration Committee, Mr. Amit Chauhan was appointed as Company Secretary of the Company w.e.f from 21st December, 2020 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

• **RETIRE BY ROTATION**

During the year, Mr. Riju Jhunjhunwala (DIN: 00061060) and Mr. Om Prakash Ajmera (DIN: 00322834), Director retired by rotation at the 9th Annual General Meeting of the Company and being eligible, offered themselves for re-appointment. Their appointment was approved by the shareholders at the 9th Annual General Meeting of the Company held on 29th September, 2020.

• **RE-APPOINTMENT OF MR. PRADEEP AGARWAL AS AN INDEPENDENT DIRECTOR**

The first term of office of Mr. Pradeep Agarwal (DIN: 02370420), as an Independent Director expired on 13th March, 2021. The Board in their meeting held on 08th June, 2020 on the recommendation of the Nomination & Remuneration Committee has re-appointed Mr. Pradeep Agarwal (DIN: 02370420) as an Independent Director of the Company, for the second term of 5(five) consecutive years for the period commencing from 14th March, 2021 to 13th March, 2026.

His appointment was further approved by the shareholders at the 9th Annual General Meeting of the Company held on 29th September, 2020.

• **RE-APPOINTMENT OF MANAGER (KMP)**

During the Financial Year under review, Mr. Pradeep Kumar Sharma was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 19th March, 2020 and subsequently approved by the members at an Extra Ordinary General Meeting held on 19th March, 2020 at shorter notice for a period of one year commencing from 01st April, 2020 to 31st March, 2021 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

Since the tenure of appointment of Mr. Pradeep Kumar Sharma as the Manager of the Company in terms of section 2(53) of the Companies Act, 2013 expired on 31st March, 2021, therefore he was re-appointed as the Manager in terms of Section 2(53) of the Companies Act, 2013 by the Board in their meeting held on 15th April, 2021 and subsequently approved by the members at an Extra Ordinary General Meeting held on 15th April, 2021 for a period of one year commencing from 01st April, 2021 to 31st March, 2022 and was designated as the Key Managerial Personnel of the Company as required under Section 2(51) of the Companies Act, 2013.

DECLARATION OF INDEPENDENCE

Your Directors further inform the members that the Company has received necessary declaration from each Independent Director/s under section 149(7) at the beginning of the financial year stating that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPs)

In accordance with the provisions of Section 2 (51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

CHANGO YANGTHANG HYDRO POWER LIMITED

- i. Mr. Pradeep Kumar Sharma, Manager
- ii. Ms. Priyanshi Garg, Company Secretary (Cessation w.e.f 25th June, 2020)
- iii. Mr. Amit Chauhan, Company Secretary (Appointment w.e.f 21st December, 2020)
- iv. Mr. Sushil Kumar, Chief Financial Officer (CFO)

16. MEETINGS OF THE BOARD

The Board of Directors duly met Five (5) times during the financial year 2020-21. The meetings were held on 8th June, 2020, 28th July, 2020, 29th October, 2020, 21st December, 2020 and 29th January, 2021 respectively.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013

The composition and the attendance for the above mentioned meetings are as follows:

S. No.	Name of the Director	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1	Mr. Riju Jhunjhunwala	Director	Non-Executive Director	5	5
2	Mr. Rishabh Jhunjhunwala	Director	Non-Executive Director	5	5
	Mr. Om Prakash Ajmera	Director	Non-Executive Director	5	5
4	Ms. Niharika Bindra	Independent Director	Non-Executive Independent Director	5	5
5	Mr. Pradeep Agarwal	Independent Director	Non-Executive Independent Director	5	5

17. AUDIT COMMITTEE

During the financial year 2020-21, the Audit Committee reviewed the Company's financial results, Internal Control Systems and Risk. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2020-21.

Majority of the members of the Committee possess knowledge of corporate finance, accounts and corporate laws. During the year, four (4) audit committee meetings were held on 08th June, 2020, 28th July, 2020, 29th October, 2020 and 29th January, 2021.

The Company Secretary acts as the Secretary to the Committee.

The composition and attendance of Audit Committee held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairman, Member	Non-Executive Director	4	4
2.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	4	4
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	4	4

18. NOMINATION AND REMUNERATION COMMITTEE MEETING

During the financial year 2020-21, One (1) Nomination and Remuneration Committee Meetings was held. The meeting was held on 21st December, 2020 respectively

The composition and attendance of Nomination and Remuneration Committee meetings held during the year is mentioned as below:

S. No.	Name of the member	Designation	Category	No. of Meetings entitled to attend	No. of Meetings Attended
1.	Mr. Om Prakash Ajmera	Chairman, Member	Non-Executive Director	1	1
2.	Mr. Riju Jhunjhunwala	Member	Non-Executive Director	1	1
3.	Mr. Pradeep Agarwal	Member	Non-Executive Independent Director	1	1
4.	Ms. Niharika Bindra	Member	Non-Executive Independent Director	1	1

19. MEETING OF THE MEMBERS

The Ninth (9th) Annual General Meeting of the members of the Company was held on 29th September, 2020.

20. MEETING OF THE INDEPENDENT DIRECTORS

During the year under review, One Independent Director Meeting was held on 29th January, 2021. Independent Directors met without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered into by the Company during the financial year with the related parties were on arm's length basis and were in the ordinary course of the business. Your company has not entered into any transaction with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The Company has not made any investments in terms of Section 186 of the Companies Act, 2013.

23. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the

Annual Report 2020-21

Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

24. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wise risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the companies act, 2013 the board of directors on the recommendation of the nomination and remuneration committee has framed a policy for the appointment of directors and senior management of the company and their remuneration. The policy forms part of the board report as **Annexure-III** has been disclosed on the website of the holding company, the link of which is www.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the 8th Annual General Meeting held on 27th September, 2019, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were re-appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 10th Annual General Meeting to be held in the Calendar Year, 2021.

M/s Doogar & Associates, Chartered Accountants, Auditors of the Company, will mandatorily retire from their office at the ensuing Annual General Meeting. They are, however, not eligible for re-appointment in terms of provisions of Section 139 of the Companies Act, 2013 and rules thereunder.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013; therefore, no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

Your Directors have recommended the appointment of M/s Jain Raj & Associates, Chartered Accountants (Firm Registration No.007535N) as Statutory Auditors of the Company to hold office for a period of 5 consecutive years from the conclusion of the 10th Annual General Meeting of the Company scheduled to be held in the year 2021 till the conclusion of 15th Annual General Meeting to be held in the year 2026 subject to the approval of the shareholders in the ensuing Annual General Meeting.

They have furnished a certificate to the effect that their appointment will be in accordance within the applicable provisions of the Companies Act, 2013.

27. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remarks.

28. REPORTING OF FRAUDS BY THE AUDITORS

During the year under review, the Statutory Auditors had not reported any matter under Section 143 (12) of the Companies Act, 2013. Therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

29. EXTRACT OF THE ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in form **MGT- 9** is annexed to this annual report as **Annexure-IV**. Further the Annual Return in form MGT-7 and extract of Annual Return in form MGT-9 is also placed on the website of the holding company M/s Bhilwara Energy Limited (www.bhilwaraenergy.com)

30. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their know'ledge state the following:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii. that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable & prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Profit & Loss of the company of that period;
- iii. that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. that the annual financial statement has been prepared on a going concern basis;
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- vi. that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

31. GENERAL DISCLOSURES

- The Company has a group policy in the name and in place against Sexual Harassment in line with the requirements of the Sexual Harassment if women at workplace (Prevention, Prohibition and redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding the sexual harassment.
- The Company has complied with the provisions relating to constitution of Internal Complaints

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Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

- No complaints were received during the financial year 2020-21.
- The financial year of the Company was same as of previous year.
- The Company has not change the name and its nature of business since last year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2020-21.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.

- The Company has made the necessary disclosure as per rule 8(5) of Companies' Accounts Rules 2014.

32. ACKNOWLEDGEMENTS

Your Directors would like to express sincere gratitude to all valuable stakeholders of the Company for their excellent support and co-operation extended by them during the financial year under review.

The Board of Directors also places on record its appreciation for the significant contribution made by the employees of the Company through their dedication, hard work and unstinted commitment.

For and on Behalf of The Board of Directors
Chango Yangthang Hydro Power Limited

Riju Jhunjhunwala
Director
DIN: 00061060

Om Prakash Ajmera
Director
DIN: 00322834

Date: 28.07.2021
Place: Noida (U.P.)

ANNEXURE-I OF THE BOARD'S REPORT

The information of employees as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Pradeep Kumar Sharma	Manager (Dy. Manager-Liasion)	19.49 Lac	MBA from KSOU, Mysore. PG Diploma in personnel & Administration from AIIMS, Chennai.	24 Years	49 Years	01.10.2011	Prabati Hydro-Electric Project Lot-II-800 MW	NIL	Contractual	NO
2	**Mr. Amit Chauhan	Company Secretary	0.93 Lac	B.Com, ACS	3 Months	27 Years	21.12.2020	-	NIL	Permanent	NO
3	Mr. Sushil Kumar	CFO (Officer Accounts)	8.59 Lac	MBA Finance	17 Years	36 Years	10.04.2017	IQOR Global Service India Private Limited	NIL	Permanent	NO
4	*Ms. Priyanshi Garg	Company Secretary	0.48 Lac	LLb, Company Secretary	1 Years	27 Years	21.10.2019	-	NIL	Permanent	NO

(B) Names of every employee whose remuneration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in ₹ millions)	Qualification	Experience	Age	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-

Note:

*Ms. Priyanshi Garg resigned from the Company from the post of the Company Secretary w.e.f. 25th June, 2020.

**Mr. Amit Chauhan was appointed as the Company Secretary of the Company w.e.f. 21st December, 2020.

ANNEXURE-II**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A) Conservation of energy:

- i) the steps taken or impact on conservation of energy; : Nil
- ii) the steps taken by the company for utilising alternate sources of energy; : Nil
- iii) the capital investment on energy conservation equipments; : Nil

B) Technology absorption:

- i) the efforts made towards technology absorption; : Nil
- ii) the benefits derived like product improvement, cost reduction, product development or import substitution; : Nil
- iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- : Nil
 - a) the details of technology imported;
 - b) the year of import;
 - c) whether the technology been fully absorbed;
 - d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- iv) the expenditure incurred on Research and Development.

C) Foreign exchange earnings and Outgo:

- Foreign Exchange Earnings : Nil
- Foreign Exchange Outgo : Nil

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ANNEXURE-III OF THE BOARD'S REPORT

NOMINATION AND REMUNERATION POLICY

1. OBJECTIVE

The Key Objectives of the Committee would be:

- i. to guide the Board in relation to appointment, appraisal and removal of Directors, Key Managerial Personnel and Senior Management.
- ii. to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- iii. to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

2. DEFINITIONS

a) **Key Managerial Personnel:** Key Managerial Personnel means:

- i. Chief Executive Officer or the managing director or the manager;
- ii. Company Secretary,
- iii. Whole-time Director;
- iv. Chief Financial Officer; and
- v. such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board and
- vi. such other officer as may be prescribed.

b) **Senior Management:** Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional and departmental heads.

3. ROLE OF COMMITTEE

The role of the Committee inter alia will be the following:

- i. to formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. to recommend to the Board the appointment and removal of Senior Management
- iii. to carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance.
- iv. to recommend to the Board on:
 - * policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, and
 - * Executive Directors remuneration and incentive.
- v. to make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- vi. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks,
- vii. to devise a policy on Board diversity;
- viii. to develop a succession plan for the Board and to regularly review the plan;

4. MEMBERSHIP

- a) The Committee shall at any point of time consist of a minimum 3 or more non-executive directors out of which not less than one half shall be independent directors. (This clause shall be applicable as and when required no. of Independent Director shall be appointed).
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- b) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- c) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES OF COMMITTEE

The duties of the Committee in relation to nomination matters include:

- i. Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.
- iv. Determining the appropriate size, diversity and composition of the Board;
- v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- x. Recommend any necessary changes to the Board.
- xi. Considering any other matters as may be requested by the Board; and

11. REMUNERATION DUTIES OF COMMITTEE

The duties of the Committee in relation to remuneration matters include:

- i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- iv. to consider any other matters as may be requested by the Board.
- v. Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee. Minutes of the Committee meetings will be tabled at the subsequent Board meeting.

CHANGO YANGTHANG HYDRO POWER LIMITED

ANNEXURE IV OF THE BOARD'S REPORT

FORM NO. MGT.9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	U40101HP2011PLC031772
ii)	Registration Date	12-10-2011
iii)	Name of the Company	Chango Yangthang Hydro Power Limited
iv)	Category / Sub-Category of the Company	Public Company/ Limited by shares
v)	Address of the registered office and contact details	Sewati Niwas, Near Hanuman Mandir, Khalini, Khalini Chowk, Mist Chamber Upper Khalini, Khalini, Shimla-171002 Himachal Pradesh
vi)	Whether Listed Company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any-	Skyline Financial Services Private Limited Mr. Virendra Rana D-153 A, 1 st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020, Tel: 011-64732681-88 Email - admin@skylinerta.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Hydro Power	35101	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	M/s Bhilwara Energy Limited	U31101DL2006PLC148862	Holding Company	100.00%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a. Individual/HUF	-	6	6	0.00001	-	6	6	0.00001	NIL
b. Central Govt	-	-	-	-	-	-	-	-	-
c. State Govt (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	59,999,994	-	59,999,994	99.99999	59,999,994	-	59,999,994	99.99999	NIL
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1):-	59,999,994	6	60,000,000	100	59,999,994	6	60,000,000	100	NIL
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	59,999,994	6	60,000,000	100	59,999,994	6	60,000,000	100	NIL

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal capital in excess of ₹ 1 Lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	59,999,994	6	60,000,000	100	59,999,994	6	60,000,000	100	NIL

*The six shares are jointly held with M/s Bhilwara Energy Limited (Promoter of the Company), the beneficial interest of which is with M/s Bhilwara Energy Limited (Promoter Company).

(ii) SHAREHOLDING OF PROMOTERS

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	M/s Bhilwara Energy Limited	60,000,000	100	29.99%	60,000,000	100	NIL	NIL

*Out of 60,000,000 shares of ₹ 5 each, 6 equity shares are held jointly by individuals and M/s Bhilwara Energy Limited. The beneficial interest of which is with M/s Bhilwara Energy Limited.

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(iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	No Change			
2	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change			
4	At the End of the year (or on the date of separation, if separated during the year)	No Change			

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	No Change			
2	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change			
3	At the End of the year (or on the date of separation, if separated during the year)	No Change			

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Shareholding during the year/specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO SHARES WERE HELD BY DIRECTORS/KMP'S			
	At the End of the year				

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Amt. in ₹ Crore)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	8.2095	-	8.2095
ii) Interest due but not paid	-	-	-	0
iii) Interest accrued but not due	-	-	-	0
Total (i+ii+iii)	0	8.2095	0	8.2095
Change in Indebtedness during the financial year				
• Addition	-	0.4259	-	0.4259
• Reduction	-	-	-	-
Net Change	0	0.4259	0	0.4259
Indebtedness at the end of the financial year				
i) Principal Amount	-	8.6354	-	8.6354
ii) Interest due but not paid	-	-	-	0
iii) Interest accrued but not due	-	-	-	0
Total (i+ii+iii)	0	8.6354	0	8.6354

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:**

(Amt. In ₹ Lacs)

S. No.	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
		Mr. Pradeep Kumar Sharma (Manager)	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	19.49	19.49
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	19.49	19.49
	Ceiling as per the Act	60 Lakh	60 Lakh

B. REMUNERATION TO OTHER DIRECTORS:

S No.	Particulars of Remuneration	Name of Directors			Total Amount
		Ms. Niharika Bindra	Mr. Pradeep Agarwal		
1	Independent Directors				-
	• Fee for attending board committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	Mr. Riju Jhunhunwala	Mr. Rishabh Jhunhunwala	Mr. Om Prakash Ajmera	-
	• Fee for attending board committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B) = (1 + 2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

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C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTB

(Amt. in ₹ Lacs)

S No.	Particulars of Remuneration	KEY MANAGERIAL PERSONNEL			Total
		Mr. Sushil Kumar (CFO)	**Mr. Amit Chauhan (Company Secretary)	**Ms. Priyanshi Garg (Company Secretary)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8.59	0.93	0.48	10.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	8.59	0.93	0.48	10.00

Note:

*Ms. Priyanshi Garg resigned from the Company from the post of the Company Secretary w.e.f. 25th June 2020.

**Mr. Amit Chauhan was appointed as the Company Secretary w.e.f. 21st December, 2020.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

INDEPENDENT AUDITORS' REPORT

To the Members of Chango Yangthang Hydro Power Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Chango Yangthang Hydro Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Material Uncertainty Related to Going Concern

We draw attention to Note-29 regarding the Board of directors decision to surrender the ChangoYangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to delay and uncertainty in project execution and long delay in Government approvals and licenses lapse, the company has written off Capital Work in progress during the previous year amounting to INR 2,713.18 lakhs. These events or conditions, along with other matters as set forth in Note-27, indicate that there exists material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern since the company was incorporated as a Special Purpose Vehicle for this particular project.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

We draw attention to Note-27, the company has surrendered ChangoYangthang HEP (180MW) project in Himachal Pradesh and asked for the refund of Upfront premium of INR 3789.45 lakhs and Security Deposit of INR 180 lakhs with interest since

the project is not executable purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP has formed a committee to deal with the issues of various projects which includes ChangoYangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed, in which the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW ChangoYangthang HEP and refused to co-operate on the issue of development of any project. During the meeting called for by the committee, CHYPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

In View of this, the company has reiterated its demand for refund of money along with the Interest and the management is confident of recovering the Upfront Fees and Security Deposit paid on account of surrender of project, in full. The upfront fee and security deposit as mentioned above have been grouped under Other Non-Current Assets (Note-5) and Non-Current Loans- Security Deposit (Note-4) respectively.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.
- Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of

adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying

transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
 - e. On the basis of written representations received from the directors as on March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021, from being appointed as a director in terms of section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations as confirmed by the Management; therefore there is no impact on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 21511239AAAAAS1169

Place : Noida, U.P.
Date : 06.05.2021

ANNEXURE 'A' TO AUDITORS' REPORT

(Annexure referred to in our report of even date)

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section of our report of even date

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no discrepancy has been noticed on such verification as compared to book records.
- (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties as on 31st March, 2021.
- ii. According to the information and explanation given to us and the records examined by us, the company is not having any inventory, therefore the provisions of clause 3(ii) of the said CARO 2016 Order are not applicable to the Company
- iii. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered by section 189 of the Companies Act, 2013. Accordingly, clauses 3(iii) (a), (b) and (c) are not applicable.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments,

guarantees, and securities granted in respect of which provisions of sections 185 and 186 of companies Act, 2013 are applicable and hence not commented upon.

- v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.
- vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.
- vii (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2021.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.
- viii. According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders.
- ix. According to the information and explanations given by the management, the company has not raised any money of initial public offer/further public offer. Further in our opinion and according to the information and explanations given by the management the company has utilized the monies raised by way of debt instruments in the nature of debentures/term loans for the purposes for which those were raised.
- x Based upon the audit procedures performed for the purpose of reporting the true and fair view of financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the company has been noticed or reported during the year.
- xi According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our Opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order is not applicable to the company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with related parties are in compliance with section 177 & 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

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- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to company and, not commented upon.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- xvi. According to the information and explanations given to us, the provisions of section 45-IA of Reserve Bank of India Act, 1934 are not applicable to the Company.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 21511239AAAAAS1169

Place : Noida, U.P.
Date : 06.05.2021

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CHANGO YANGTHANG HYDRO POWER LIMITED ON FINANCIAL STATEMENTS

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Chango Yangthang Hydro Power Limited** ("the Company") as of 31st March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance

Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial

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reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Doogar & Associates

Chartered Accountants
Firm Regn. No. 000561N

Mukul Marwah

Partner
Membership No. 511239
UDIN: 21511239AAAAAS1169

Place : Noida, U.P.
Date : 06.05.2021

CHANGO YANGTHANG HYDRO POWER LIMITED

BALANCE SHEET AS AT MARCH 31, 2021

		(₹ in Lakhs)	
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
I ASSETS			
A Non-Current Assets			
i Property, Plant and Equipment	3	0.45	0.50
ii Financial Assets			
a. Loans	4	182.73	180.00
iii Other Non Current Assets	5	3,789.45	3,789.45
		3,972.63	3,969.95
B Current Assets			
i Financial Assets			
a. Loans	4	0.80	-
b. Cash and Cash Equivalents	6	4.06	1.21
ii Other Current Assets	5	0.05	0.05
		4.91	1.26
Total Assets		3,977.54	3,971.21
II EQUITY AND LIABILITIES			
A Equity			
i Equity Share Capital	7	3,000.00	3,000.00
ii Other Equity	8	104.47	138.04
		3,104.47	3,138.04
B Liabilities			
Non-Current Liabilities			
i Provisions	12	7.82	7.19
		7.82	7.19
Current Liabilities			
i Financial Liabilities			
(a) Borrowings	9	863.54	820.95
(b) Trade Payables	10		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	-
ii Other Current Liabilities	11	1.56	4.90
iii Provisions	12	0.15	0.13
		865.25	825.98
Total Equity & Liabilities		3,977.54	3,971.21
Significant Accounting Policies	2		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn. No: 000561N

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Mukul Marwah
Partner
Membership No : 511239

Riju Jhunjunwala
Director
DIN-00061060

O.P. Ajmera
Director
DIN: 00322834

Place: Noida (U. P.)
Date: May 06, 2021

Sushil Kumar
Chief Financial Officer

Amit Chauhan
Company Secretary
M.No.-A63094

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2021

		(₹ in Lakhs)	
Particulars	Note No.	For the year ended March 31, 2021	For the year ended March 31, 2020
i Revenue From Operations		-	-
ii Other Income	13	0.08	1.50
Total Income		0.08	1.50
iii Expense			
Employee benefits expense	14	30.19	31.16
Depreciation and amortization expense	15	0.05	0.04
Other expenses	16	3.69	4.81
Total Expenses		33.93	36.01
iv Profit/(Loss) before tax		(33.85)	(34.51)
v Tax Expense		-	-
vi Profit/(Loss) for the period		(33.85)	(34.51)
vii Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss	17		
Re-measurement gains/ (losses) on defined benefit plans		0.28	(0.25)
viii Other comprehensive income for the year		0.28	(0.25)
ix Total comprehensive income for the year, net of tax		(33.57)	(34.76)
x Earnings per Equity Shares	18		
1) Basic (in ₹)		(0.06)	(0.06)
2) Diluted (in ₹)		(0.06)	(0.06)
Face value (in ₹)		5.00	5.00
Significant Accounting Policies	2		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn. No: 000561N

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

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DIN: 00322834

Place: Noida (U. P.)
Date: May 06, 2021

Sushil Kumar
Chief Financial Officer

Amit Chauhan
Company Secretary
M.No.-A63094

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

a. Equity Share Capital		(₹ in Lakhs)	
Particulars	No. of Shares (in Lakhs)	Amount	
Balance as at April 01, 2019			
Balance at the beginning of the reporting year	600.00	3,000.00	
Changes in equity share capital during the year	-	-	
Balance as at March 31, 2020	600.00	3,000.00	
Balance as at April 01, 2020			
Balance at the beginning of the reporting year	600.00	3,000.00	
Changes in equity share capital during the year	-	-	
Balance as at March 31, 2021	600.00	3,000.00	

b. Other Equity		(₹ in Lakhs)	
Particulars	Reserves & Surplus		Total
	Capital Reduction	Retained earnings	
Balance as at April 01, 2019	3,000.00	(2,827.20)	172.80
Profit/(Loss) for the year	-	(34.51)	(34.51)
Other Comprehensive Income for the year			
Balance as at April 01, 2019	-	-	-
- Remeasurement of defined benefit obligation	-	(0.25)	(0.25)
Total comprehensive income for the year	-	(34.76)	(34.76)
Balance as at March 31, 2020	3,000.00	(2,861.96)	138.04
Balance as at April 01, 2020	3,000.00	(2,861.71)	138.29
Profit/(Loss) for the year	-	(33.85)	(33.85)
Other Comprehensive Income for the year			
Balance as at April 01, 2020	-	(0.25)	(0.25)
- Remeasurement of defined benefit obligation	-	0.28	0.28
Total comprehensive income for the year	-	(33.82)	(33.82)
Balance as at March 31, 2021	3,000.00	(2,895.53)	104.47

Significant Accounting Policies

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn. No: 000561N

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Mukul Marwah
Partner
Membership No : 511239

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DIN: 00322834

Place: Noida (U. P.)
Date: May 06, 2021

Sushil Kumar
Chief Financial Officer

Amit Chauhan
Company Secretary
M.No.-A63094

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash Flow From Operating Activities		
Net Operating Profit/(Loss) Before Tax	(33.57)	(34.76)
Add: Depreciation and ammortisation	0.05	0.04
Add: Fixed Assets discard	-	(0.44)
Operating Profit/(Loss) Before Working Capital Changes	(33.52)	(35.16)
(Increase) / Decrease in other non current assets	(2.73)	-
(Increase) / Decrease In Other Short Term Assets	(0.80)	0.02
Increase / (Decrease) In Provisions	0.64	1.67
(Increase) / Decrease In Other Short Term Liabilities	(3.33)	3.50
Cash Generated (Used) In /From Operations Before Tax	(6.22)	5.19
Net Cash Flow (Used) In/ From Operating Activities	(39.74)	(29.97)
B. Cash Flow From Investing Activities		
Net Cash Flow (Used) In/ From Investing Activities	-	-
Net Cash (Used) In/ From Operating And Investing Activities	(39.74)	(29.97)
C. Cash Flow From Financing Activities		
Short-term borrowings taken during the period	42.59	29.25
Net Cash (Used) In/ From Financing Activities	42.59	29.25
Net Cash (Used) In/ From Operating, Investing & Financing Activities	2.85	(0.72)
Net Increase/(Decrease) In Cash & Cash Equivalent	2.85	(0.72)
Opening Balance Of Cash & Cash Equivalent	1.21	1.93
Closing Balance of Cash & Cash Equivalent	4.06	1.21
Note: Cash and Cash Equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance in Hand	0.28	0.34
ii) Balance with Banks :		
- In Current Accounts	3.78	0.87
Total	4.06	1.21
Significant Accounting Policies		

Accompanying notes are an integral part of the financial statements

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn. No: 000561N

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Mukul Marwah
Partner
Membership No : 511239

Riju Jhunjhunwala
Director
DIN-00061060

O.P. Ajmera
Director
DIN: 00322834

Place: Noida (U. P.)
Date: May 06, 2021

Sushil Kumar
Chief Financial Officer

Amit Chauhan
Company Secretary
M.No.-A63094

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

1. CORPORATE INFORMATION

Chango Yangthang Hydro Power Limited (CYHPL) is a closely held public limited company incorporated on 12th October, 2011 under the Companies Act, 1956 having its registered office in Himachal Pradesh and Corporate office at Noida (UP). CYHPL has been granted license to develop 180 MW Chango Yangthang Hydro Power Project in the state of Himachal Pradesh. However, the company has surrendered the project. As on 31 March 2021, Bhilwara Energy Limited, the holding company owned 100% of the company's equity share capital. During the financial year 2018-19, the Company vide NCLT order dated 08th August, 2018 and subsequent registration by Registrar of Companies of the said NCLT order on 19th September, 2018 has reduced its paid up Share Capital from ₹ 6,000.00 Lakhs to ₹ 3,000.00 Lakhs.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind-As.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2 Summary of significant accounting policies

a) Current versus non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current

A liability is current when:-

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

The following specific recognition criteria must also be met before revenue is recognized:

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend

Dividend on investment is recognized on declaration basis. When the right to receive payment is established.

d) Inventory Valuation

Inventories comprising of explosive stocks are valued at lower of cost and net realizable value.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

e) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/debentures to finance PPE and expenditure on start-up/commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation

Depreciation on tangible fixed assets is provided on the straight line method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing ₹ 5,000.00 or below are fully depreciated in the year of addition.

Sl. No.	Fixed Asset	Useful life
1	Computers (Desktops and Laptops etc.)	3 years
2	Project Equipments	5 years
3	Office Equipments	5 years
4	Motor Vehicles	8 years
5	Electrical Installation and Equipments	10 years

The depreciation was provided in accordance with the Schedule II to the Companies Act, 2013.

f) Intangible Assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lesser effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the company is lessor

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

h) Impairment of Non-Financial Assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

The company has the policy to assess at each reporting date for impairment required for each of its non-financial assets.

i) Financial Instruments

Financial Assets

Initial Recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

Subsequent Measurement

Non-derivative financial instruments

- **Debt instrument at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling

financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt instrument at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- **Equity instrument at fair value through other comprehensive income**

All equity investments in scope of Ind AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Equity instrument at fair value through profit or loss**

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Impairment of Financial Assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement: and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at amortized cost or at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. These are subsequently carried at amortized cost using the effective interest method, for trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

j) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior

CHANGO YANGTHANG HYDRO POWER LIMITED

management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

k) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

l) Foreign currency translation

Financial statements are presented in Rupees, which is company's functional currency.

• Initial recognition

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

• Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

• Exchange differences

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

m) Retirement and other employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard Ind AS-19 'Employee Benefits'.

Gratuity

The Company's liabilities on account of gratuity are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard Ind AS-19 'Employee Benefits'. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

n) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate.

However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

o) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

p) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

q) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

r) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

s) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

t) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Furniture And Fixtures	Vehicles	Total
Gross Carrying Value			
As at April 1, 2019	-	10.30	10.30
Additions	0.54	-	0.54
Disposals	-	10.30	10.30
As at March 31, 2020	0.54	-	0.54
Additions	-	-	-
Disposals	-	-	-
As at March 31, 2021	0.54	-	0.54
Depreciation			
As at April 1, 2019	-	10.20	10.20
Charge for the year	0.04	-	0.04
Disposals	-	10.20	10.20
As at March 31, 2020	0.04	-	0.04
Charge for the year	0.05	-	0.05
Disposals	-	-	-
As at March 31, 2021	0.09	-	0.09
Net Carrying Value			
As at March 31, 2020	0.50	-	0.50
As at March 31, 2021	0.45	-	0.45

4 LOANS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Unsecured, Considered Good				
Security Deposits *	180.00	180.00	-	-
Loan to Employees	2.73	-	0.80	-
	182.73	180.00	0.80	-

* In March 2014, the company deposited security ₹ 180.00 Lakhs to Government of Himachal Pradesh for Chango Yangthang HEP (180 MW).

5 OTHER ASSETS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Upfront Premium*	3,789.45	3,789.45	-	-
Prepaid Expenses	-	-	0.05	0.05
	3,789.45	3,789.45	0.05	0.05

* The management of the company is of the view that the upfront premium deposited at the time of allotment amounting to ₹ 3,789.45 Lakhs would be refunded by the Directorate of Energy, Government of Himachal Pradesh on surrender of the project due to the events beyond the control of the company.

6 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Cash & Cash Equivalents		
- Balance with banks		
On Current Account	3.78	0.87
- Cash on hand		
Cash Account	0.28	0.34
	4.06	1.21

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7 EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Authorised		
1,200.00 Lakhs Equity shares of ₹ 5 each (Previous year 1200.00 Lakhs Equity shares of ₹ 5 each)	6,000.00	6,000.00
Issued, subscribed and fully paid up*		
600.00 Lakhs Equity shares of ₹ 5 each fully paid (Previous year 600.00 Lakhs Equity shares of ₹ 5 each)	3,000.00	3,000.00
	3,000.00	3,000.00

* Consequent upon the order passed by the Hon'ble National Company Law Tribunal, Chandigarh Bench on dated 08th August, 2018, under section 66(3) of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for Reduction of share capital of the Company) Rules, 2016, the issued, subscribed and paid up equity share capital of the Company, has reduced from ₹ 6,000.00 Lakhs (Rupees Sixty Crore) divided into 600.00 Lakhs Equity shares of ₹ 10 each to ₹ 3,000.00 Lakhs (Rupees Thirty Crore) divided into 600.00 Lakhs Equity shares of ₹ 5 (Five) each by reducing face value of the share from ₹ 10 (Ten) each to ₹ 5 (Five) each w.e.f. 19th September 2018.

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares (in Lakhs)	(₹ in lakhs)	No. of Shares (in Lakhs)	(₹ in lakhs)
Equity Shares				
Shares outstanding at the beginning of the year	600.00	3,000.00	600.00	3,000.00
Change in face value during the year	-	-	-	-
Shares outstanding at the end of the year	600.00	3,000.00	600.00	3,000.00

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 5 per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders

(c) Shares held by holding/ ultimate holding company and/or their subsidiaries/associates

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares (in Lakhs)	(₹ in lakhs)	No. of Shares (in Lakhs)	(₹ in lakhs)
Bhilwara Energy Limited (Holding Company)	600.00	3,000.00	600.00	3,000.00

(d) Details of shareholders holding more than 5% shares in the Company

	As at March 31, 2021		As at March 31, 2020	
	No. of Shares (in Lakhs)	% Holding	No. of Shares (in Lakhs)	% Holding
Equity Shares of ₹ 5 each fully paid up (previous year ₹ 5 each fully paid up)				
Bhilwara Energy Limited	600.00	100%	600.00	100%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

8 OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a. Capital Reserve		
Opening balance	3,000.00	3,000.00
Capital Reduction during the year	-	-
Balance at the end of the year	3,000.00	3,000.00
b. Retained Earnings		
Profit and Loss		
Opening balance	(2,861.71)	(2,827.20)
Profit/(Loss) during the year	(33.85)	(34.51)
Balance at the end of the year	(2,895.56)	(2,861.71)
Other comprehensive income		
Opening balance	(0.25)	-
Remeasurements of the net defined benefit plans (net of tax)	0.28	(0.25)
Balance at the end of the year	0.03	(0.25)
Total Other Equity	104.47	138.04

Nature and Description of Reserve:**(i) Capital Reserve:**

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Retained earnings:

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

9 BORROWINGS

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Loan repayable on demand - unsecured		
Loans & advances from related parties (holding company-interest free)	863.54	820.95
	863.54	820.95

10 TRADE PAYABLES

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	-	-
	-	-

***Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

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11 OTHERS LIABILITY

(₹ in Lakhs)

Particulars	Current	
	As at March 31, 2021	As at March 31, 2020
Audit fee payables	1.10	1.08
Expenses payables	0.18	2.89
Other payables	-	0.76
Statutory dues payables	0.28	0.17
	1.56	4.90

12 PROVISIONS

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits				
- Leave encashment	4.45	4.19	0.09	0.08
- Gratuity	3.37	3.00	0.06	0.05
	7.82	7.19	0.15	0.13

13 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Revenue From Operations		
Other Income	0.08	1.50
	0.08	1.50

14 EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Salaries	30.13	30.72
Workmen and staff welfare expenses	0.06	0.44
	30.19	31.16

15 DEPRECIATION AND AMORTIZATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Depreciation	0.05	0.04
	0.05	0.04

16 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Rent, Rates & taxes	0.07	0.11
Bank charges	0.00	0.00
Travelling & Conveyance expenses	-	0.25
Communication expenses	0.09	0.14
Insurance charges	0.10	0.11
Legal & Professional charges	1.72	2.28
Payment to auditor	1.71	1.91
Printing & Stationery	-	0.01
	3.69	4.81

Notes :-

(i) Payment to statutory auditors comprise (including indirect tax):

(₹ in Lakhs)

Payment to Auditors	For the Year ended March 31, 2021	For the Year ended March 31, 2020
- Audit fee	1.18	1.18
- Fees for certification	0.53	0.73
	1.71	1.91

17 OTHER COMPREHENSIVE INCOME

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	0.28	(0.25)
Total Comprehensive Income for the year	0.28	(0.25)

18 EARNING PER SHARE

(₹ in Lakhs)

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
a) Profit / (Loss) from total operation attributable to equity shareholders	(33.85)	(34.51)
b) Weighted Average number of Equity Shares outstanding during the year - Basic and Diluted (in Lakhs)	600.00	600.00
Earning Per Share - Basic (₹)	(0.06)	(0.06)
Earning per share - Diluted (₹)	(0.06)	(0.06)
Face value per share (₹)	5.00	5.00

19. SEGMENT REPORTING

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and/ or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

20. COMMITMENTS AND CONTINGENCIES**(i) Contingent Liabilities**

As per the information available to the management, there is no contingent liability as at 31st March, 2021.

(ii) Commitments

The company has filed application to surrender the Chango Yangthang HEP 180 MW to Directorate of Energy, Government of Himachal Pradesh. Therefore, Capital contracts remaining to be executed on capital account and not provided for as on the date of Balance Sheet (net of advances) are NIL (previous year NIL).

21. RELATED PARTY DISCLOSURES**a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).**

(i)	Bhilwara Energy Limited (BEL)	Holding Company
(ii)	Malana Power Company Limited (MPCL)	Fellow Subsidiary
(iii)	AD Hydro Power Limited (ADHPL)	Subsidiary of a Fellow Subsidiary(MPCL)
(iv)	Indo Canadian Consultancy Services Limited (ICCSL)	Fellow Subsidiary
(v)	BG Wind Power Limited (BGWPL)	Fellow Subsidiary
(vi)	NJC Hydro Power Limited (NHPL)	Fellow Subsidiary
(vii)	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	Fellow Subsidiary

b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture:

N. A.

c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

N. A.

d) Key Management Personnel

(i)	Mr. Sushil Kumar	-	CFO
(ii)	Mr. Pardeep Kumar Sharma	-	Manager
(iii)	Mrs. Srishti Saxena	-	Company Secretary, Cessation on 23 rd April 2019
(iv)	Ms. Priyanshi Garg	-	Company Secretary, Cessation on 25 th June 2020
(v)	Mr. Amit Chauhan	-	Company Secretary, w. e. f 21 st December 2020

e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

N. A.

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The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
i) Parties referred to in item (a) above		
a) Loans & Advances received from Bhilwara Energy Ltd.	42.59	30.85
b) Repayment of Loans & Advances paid to Bhilwara Energy Ltd.	-	1.60
c) Reimbursement of insurance expenses by Bhilwara Energy Ltd.	-	-
d) Reimbursement of statutory dues by Bhilwara Energy Ltd.	-	-
e) Reimbursement of expenses paid to Bhilwara Energy Ltd.	-	-
ii) Parties referred to in item (b) above (N.A.)	-	-
iii) Persons referred to in (c) above (N.A.)	-	-
iv) Persons referred to in (d) above	-	-
a) Salary of Mr. Sushil Kumar-CFO	8.59	8.03
b) Salary of Mrs. Srishti Saxena-CS- Cessation on 23rd April 2019	-	0.20
c) Salary of Ms. Priyanshi Garg-CS- Cessation on 25th June 2020	0.48	1.26
d) Salary of Mr. Amit Chauhan-CS w.e.f 21st December 2020	0.93	-
e) Salary of Mr. Pradeep Kumar Sharma-Manager	19.49	19.49
v) Parties referred to in (e) above	-	-

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Amount outstanding as on:		
a) Amount due to Bhilwara Energy Ltd.	863.54	820.95
Amount due from KMP		
i. Mr. Sushil Kumar-CFO	3.53	-

Compensation of Key Managerial Personnel

Particulars	As at March 31, 2021					As at March 31, 2020				
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mr. Amit Chauhan (CS)	Ms. Priyanshi Garg (CS)	Total	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Mrs. Srishti Saxena (CS)	Ms. Priyanshi Garg (CS)	Total
Short Term Benefits	8.59	19.49	0.93	0.48	29.49	8.03	19.49	0.20	1.26	28.98
Total	8.59	19.49	0.93	0.48	29.49	8.03	19.49	0.20	1.26	28.98

* As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS-19 "Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

22. EMPLOYEE BENEFIT PLAN

A. Gratuity (Unfunded)

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Financial Assumptions Used to Determine the Profit & Loss Charge		
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Demographic Assumptions Used to Determine the Defined Benefit		
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End		(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	3.43	3.05
Fair value of Plan Assets	-	-
	3.43	3.05
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	3.43	3.05

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period

		(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020
Total Charge/(Credit) Recognised in Profit and Loss	0.66	0.63
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	(0.28)	0.25

1 Change in Defined Benefit Obligation		(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation, beginning of period	3.05	2.18
b) Interest Cost on DBO	0.21	0.17
c) Net Current Service Cost	0.45	0.46
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(0.28)	0.25
k) Defined Benefit Obligation, End of Period	3.43	3.05

2 Change in Fair Value of Plan assets		(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3 Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End		(₹ in Lakhs)
Particulars	As at March 31, 2021	As at March 31, 2020
a) Service Cost	0.45	0.46
b) Net Interest Cost	0.21	0.17
c) Past Service Cost	-	-
d) Administration Expenses	-	-
e) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f) Total Defined Benefit Cost/(Income) included in Profit & Loss	0.66	0.63

CHANGO YANGTHANG HYDRO POWER LIMITED

4 Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in OCI, (Gain) / Loss Beginning of Period	0.38	0.13
b) Remeasurements Due to :		
1. Effect of Change in Financial Assumptions	(0.10)	0.32
2. Effect of Change in Demographic Assumptions	-	(0.00)
3. Effect of Experience Adjustments	(0.18)	(0.07)
4. (Gain)/Loss on Curtailments/Settlements	-	-
5. Return on Plan Assets (Excluding Interest)	-	-
6. Changes in Asset Ceiling	-	-
c) Total Remeasurements Recognised in OCI (Gain)/Loss	(0.28)	0.25
d) Amount Recognized in OCI (Gain)/Loss, End of Period	0.10	0.38

5 Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Amount recognized in P&L, End of Period	0.66	0.63
b) Amount recognized in OCI, End of Period	(0.28)	0.25
c) Total Net Defined Benefit Cost/(Income) Recognized at Period-End	0.38	0.88

6 Reconciliation of Balance Sheet Amount

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Balance Sheet (Asset)/Liability, Beginning of Period	3.05	2.18
b) True-up	-	-
c) Total Charge/(Credit) Recognised in Profit and Loss	0.66	0.63
d) Total Remeasurements Recognised in OC (Income)/Loss	(0.28)	0.25
e) Acquisition /Business Combination / Divestiture	-	-
f) Employer Contribution	-	-
g) Benefits Paid	-	-
h) Other Events	-	-
i) Balance Sheet (Asset)/Liability, End of Period	3.43	3.05

7 Actual Return on Plan Assets

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Expected return on plan assets	-	-
b) Remeasurement on Plan Assets	-	-
c) Actual Return on Plan Assets	-	-

8 Change in the Unrecognised Asset due to the Asset Ceiling During the Period

(₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Unrecognised Asset, Beginning of Period	-	-
b) Interest on Unrecognised Asset Recognised in P&L	-	-
c) Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d) Unrecognized Asset, End of Period	-	-

9	The Major Categories of Plan Assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Government of India Securities (Central and State)	-	-
	a) Government of India Securities (Central and State)	-	-
	b) High Quality Corporate Bonds (Including Public Sector Bonds)	-	-
	c) Equity Shares of listed companies	-	-
	d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-
	e) Funds Managed by Insurer	-	-
	f) Others	-	-
	Total	-	-
10	Current / Non-Current Bifurcation	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Current liability	0.06	0.05
	b) Non-Current liability	3.37	3.00
	c) Net Liability	3.43	3.05
11	Defined Benefit Obligation by Participant Status	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Actives	3.43	
	b) Vested Deferreds	-	
	c) Retirees	-	
	d) Total Defined Benefit Obligation	3.43	
12	Sensitivity Analysis	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.24)	
	b) Defined Benefit Obligation – Discount Rate -100 Basis Points	0.28	
	c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	0.28	
	d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(0.25)	
13	Expected Cash flows for the Next Ten Years	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	
	a) Year - 2022	0.06	
	b) Year - 2023	0.10	
	c) Year - 2024	0.12	
	d) Year - 2025	0.15	
	e) Year - 2026	0.19	
	f) Year - 2027 to 2031	1.60	

CHANGO YANGTHANG HYDRO POWER LIMITED

B. Leave encashment (Unfunded)

Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Discounting Rate	7.03 P.A.	6.75 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.50 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Retirement Age	60 Years	60 Years
b) Mortality Table (Indian Assured Lives Mortality)	2012-2014	2012-2014
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

Amount Recognized in Statement of Financial Position at Period – End (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Present value of Defined Benefit Obligation	4.54	4.27
Fair value of Plan Assets	-	-
	4.54	4.27
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	4.54	4.27

1 Change in Defined Benefit Obligation (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Defined Benefit obligation, beginning of period	4.27	3.47
b) Interest Cost on DBO	0.30	0.27
c) Net Current Service Cost	0.65	0.68
d) Actual Plan Participants' Contributions	-	-
e) Benefits Paid	-	-
f) Past Service Cost	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Acquisition /Business Combination / Divestiture	-	-
i) Losses / (Gains) on Curtailments / Settlements	-	-
j) Actuarial (Gain)/Loss on obligation	(0.68)	(0.15)
k) Defined Benefit Obligation, End of Period	4.54	4.27

2 Change in Fair Value of Plan assets (₹ in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
a) Fair value of plan assets at the beginning	-	-
b) Expected return on plan assets	-	-
c) Employer contribution	-	-
d) Actual Plan Participants' Contributions	-	-
e) Actual Taxes Paid	-	-
f) Actual Administration Expenses Paid	-	-
g) Changes in Foreign Currency Exchange Rates	-	-
h) Benefits paid	-	-
i) Acquisition /Business Combination / Divestiture	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-
k) Actuarial (Gain)/Loss on Asset	-	-
l) Fair value of plan assets at the end.	-	-

3	Amounts Recognised in Statement of Profit & Loss at Period-End	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Service Cost	0.65	0.68
	b) Net Interest Cost	0.30	0.27
	c) Past Service Cost	-	-
	d) Remeasurements	(0.68)	(0.15)
	e) Administration Expenses	-	-
	f) (Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
	g) Total Expense /(Income) included in "Employee Benefit Expense"	0.27	0.80
4	Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Remeasurements Due to :	-	-
	1. Effect of Change in Financial Assumptions	0.46	0.46
	2. Effect of Change in Demographic Assumptions	-	(0.00)
	3. Effect of Experience Adjustments	(1.14)	(0.60)
	4. (Gain)/Loss on Curtailments/Settlements	-	-
	5. Return on Plan Assets (Excluding Interest)	-	-
	6. Changes in Asset Ceiling	-	-
	b) Total Remeasurements Recognised (gains) / losses	(0.68)	(0.15)
5	Reconciliation of Balance Sheet Amount	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Balance Sheet (Asset)/Liability, Beginning of Period	4.27	3.47
	b) Total Charge/(Credit) Recognised in Profit and Loss	0.27	0.80
	c) Acquisition /Business Combination / Divestiture	-	-
	d) Benefit Payouts	-	-
	e) Balance Sheet (Asset)/Liability, End of Period	4.54	4.27
6	Actual Return on Plan Assets	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Expected return on plan assets	-	-
	b) Remeasurement on Plan Assets	-	-
	c) Actual Return on Plan Assets	-	-
7	Asset Category	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Government of India Securities (Central and State)	-	-
	b) High quality corporate bonds (including Public Sector Bonds)	-	-
	c) Equity shares of listed companies	-	-
	d) Real Estate / Property	-	-
	e) Cash (including Special Deposits)	-	-
	f) Other (including assets under Schemes of Insurance)	-	-
	g) Total	-	-
8	Current / Non-Current Bifurcation	(₹ in Lakhs)	
	Particulars	As at March 31, 2021	As at March 31, 2020
	a) Current liability	0.09	0.08
	b) Non-Current liability	4.45	4.19
	c) Net Liability	4.54	4.27

CHANGO YANGTHANG HYDRO POWER LIMITED

9 Defined Benefit Obligation by Participant Status (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Actives	4.54
b) Vested Deferreds	-
c) Retirees	-
d) Total Defined Benefit Obligation	4.54

10 Sensitivity Analysis (₹ in Lakhs)

Particulars	As at March 31, 2021
a) Defined Benefit Obligation – Discount Rate +100 Basis Points	(0.19)
b) Defined Benefit Obligation – Discount Rate -100 Basis Points	0.79
c) Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	0.80
d) Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(0.20)

23. FINANCIAL RISK MANAGEMENT AND OBJECTIVE POLICIES

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2021 and March 31, 2020.

i) Interest rate risk

There are no long term debt obligations of the company as on March 31, 2021.

ii) Foreign currency risk

The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Hence, no further disclosure is required under this section.

iii) Price risk

The company is not exposed to any price risk as there is no investment in equities outside the Company and the company doesn't deal in commodities.

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is not exposed to credit risk as no operating activities (primarily trade receivables) and financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

i) Expected credit loss for financial assets

(₹ in Lakhs)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	180.00	-	180.00	180.00	-	180.00
Loan to employees	3.53	-	3.53	-	-	-
Cash and Cash Equivalents	4.06	-	4.06	1.21	-	1.21
Upfront premium	3,789.45	-	3,789.45	3,789.45	-	3,789.45

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c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

Financial assets to which loss allowance is measured using 12 months expected credit loss (ECL) As at March 31, 2021

(₹ in Lakhs)

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total
Loans & advances from related parties	-	-	863.54	-	-	863.54
Audit fee payables	1.10	-	-	-	-	1.10
Expenses payables	0.18	-	-	-	-	0.18

Financial assets to which loss allowance is measured using 12 months expected credit loss (ECL) As at March 31, 2020

(₹ in Lakhs)

Particulars	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total
Loans & advances from related parties	-	-	820.95	-	-	820.95
Audit fee payables	1.08	-	-	-	-	1.08
Expenses payables	2.89	-	-	-	-	2.89
Other liabilities	0.76	-	-	-	-	0.76

24. CAPITAL MANAGEMENT

a) Risk management

The Company's objectives when managing capital are to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of Dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company makes continuous efforts to optimise its cost of capital as during the financial year 2020-21 and 2019-20.

25. FINANCIAL INSTRUMENTS- ACCOUNTING CLASSIFICATION AND FAIR VALUE MEASUREMENT

(₹ in Lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Amortised cost/Carrying Amount	Fair Value	Amortised cost/Carrying Amount	Fair Value
Financial assets				
Security deposits	180.00	180.00	180.00	180.00
Loan to employees	3.53	3.53	-	-
Cash and Cash Equivalents	4.06	4.06	1.21	1.21
Upfront premium	3,789.45	3,789.45	3,789.45	3,789.45
Total Financial Assets	3,977.04	3,977.04	3,970.66	3,970.66
Financial Liabilities				
Loans & Advances from Related Parties	863.54	863.54	820.95	820.95
Audit fee payables	1.10	1.10	1.08	1.08
Expenses payables	0.18	0.18	2.89	2.89
Other payables	0.28	0.28	0.76	0.76
Total Financial Liabilities	865.10	865.10	825.68	825.68

CHANGO YANGTHANG HYDRO POWER LIMITED

I. Fair Value Hierarchy

(₹ in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2021	Level 1	Level 2	Level 3
Financial assets at amortized cost:				
Security deposits	180.00	-	-	180.00
Upfront premium	3,789.45	-	-	3,789.45
Total	3,969.45	-	-	3,969.45

(₹ in Lakhs)

Particulars	Carrying amount	Fair value		
	As at March 31, 2020	Level 1	Level 2	Level 3
Financial assets at amortized cost:				
Security deposits	180.00	-	-	180.00
Upfront premium	3,789.45	-	-	3,789.45
Total	3,969.45	-	-	3,969.45

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

- Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

- The management is of the view that there is no reasonable or virtual certainty to recognise the deferred tax asset as the company has surrendered the project therefore as on date there is no probability of any taxable profit in future that will be available for the deferred tax assets to be utilised. Therefore, the company has not recognised deferred tax assets.

- Due to various socio-legal issues and non-availability of the clearances from the appropriate authorities, the Board of Directors decided to surrender the project. Accordingly, the company submitted its letter dated 11th July 2017 to Directorate of Energy, Govt. of Himachal Pradesh for surrender of the project and refund of the entire upfront premium and security deposit paid on the project.

Directorate of Energy vide letter dated 03rd May 2018 had advised the company to make a presentation on 08th Jun 2018 with complete status followed by the meeting dated 12th Jun 2018. In the said meeting, it was decided that current situation at project site and concerned villages shall be assessed jointly by team of officers from DoE, Sr. Project Authority and District Administration to ascertain the ground realities with regard to the opposition of the local people towards implementation of Chango Yangthang HEP and to gather their views in this regard.

GoHP vide Notification dated 03rd Nov, 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project.

The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same. In view of this, CYHPL has reiterated its demand for refund of money along with interest. The management is confident of recovering fully the upfront premium and security deposit. The Company is in constant follow up with GoHP for refund of money.

- The Board, in order to realign the relation between assets and share capital of the Company and to accurately and fairly reflect the assets and liabilities of the Company in its books of accounts and for better presentation of the financial position of the Company, decided to reduce its share capital from 10 per share to ₹ 5 per share and accordingly filed an application with NCLT after getting requisite approval from the shareholders in the Extra Ordinary General Meeting held on 15th December, 2017.

The Hon'ble NCLT vide its order dated 08th August, 2018 approved the reduction of paid up share capital ₹ 6,000.00 Lakhs divided into 600.00 Lakhs share of ₹ 10 each to ₹ 3,000.00 Lakhs divided into 600.00 Lakhs share of ₹ 5 each.

29. MATERIAL UNCERTAINTIES RELATING TO GOING CONCERN

The company has written off Capital Work in progress during the year 2017-2018 ₹ 2,713.18 Lakhs on account of board decision to surrender the Chango Yangthang HEP(180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to the below main reasons/events.

Delay and uncertainty in project execution

- Local Unrest - The Company has closed the project office and stop all site activities again due to continuous unrest from the local villagers and habitants from the villages of Project Area. Security and safety issues of the employees and other assets of the company have also become important now.
- Protests & representations by the local panchayats and Sangharsh Samiti is continued.
- The State Pollution Control Board has not been able to conduct the public hearing for the project in last two years despite the completion of all formalities from our side.

Long Delay in Government Approvals and licenses lapse:

- The proposal for forest clearance lying pending with the office of the Nodal Officer, State Forest Department, Shimla for want of FRA Certificates for almost two & half years.
- The application for NOC from Ministry of Home Affairs was submitted by us to Government of Himachal Pradesh vide our letter dated 27th July 2011.
- It's a border area project and require the clearance from Ministry of Defence, Government of India. The application for NOC from Ministry of Defence was filed on 20th December 2012.
- TEC and TOR from MoEF has expired or is expiring shortly.

Since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities, the company requested for refund of security deposit and upfront premium paid for the project amounting to ₹ 3,969.45 Lakhs. In response to the request dated 1 February, 2018 the Government has not considered the request of Company for surrender of the Project and refund of the Premium and Security. However, GoHP mentioned that the company can apply for the extension in time lines without levy of the extension fees till the ground situation become favorable towards implementation of Hydro Electric Projects. The Company on 16th February, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP vide Notification dated 03rd Nov 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL.

During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project. The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

This company was incorporated as a Special Purpose Vehicle for above said 180MW HEP project and is a wholly owned subsidiary of Bhilwara Energy Limited (BEL) with no external debt.

30. During the current year, the Company has reclassified below mentioned account balances related to previous year March 31, 2020. The detail of the same is as under:- NIL
31. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term Security Deposits and Upfront premium in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on May 06, 2021.

Signed in terms of our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm Regn. No: 000561N

Mukul Marwah
Partner
Membership No : 511239

Place: Noida (U. P.)
Date: May 06, 2021

For and on behalf of the Board of Directors of
Chango Yangthang Hydro Power Limited

Riju Jhunjunwala
Director
DIN-00061060

Sushil Kumar
Chief Financial Officer

O.P. Ajmera
Director
DIN: 00322834

Amit Chauhan
Company Secretary
M.No.-A63094

ANNUAL REPORT
OF
**BALEPHI JALVIDYUT COMPANY LTD.
(NEPAL)**

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Riju Jhunjunwala
Mr. Rishabh Jhunjunwala
Mr. S. C. Sanghai
Mr. T. C. Agarwal
Mr. O. P. Ajmera

STATUTORY AUDITORS

Narayan Bajaj & Associates
Chartered Accountants,
Nepal

BANKERS

Everest Bank Limited, Nepal
NIC Asia Bank Ltd., Nepal
Nepal Investment Bank Ltd., Nepal
Global IME Bank Ltd.
Sunrise Bank Ltd.

REGISTERED OFFICE

District Kathmandu,
Wada No. 31, Putalisadak,
Kathmandu Mahanagarpalika,
Kathmandu.

INDIA OFFICE

Bhilwara Towers
A-12, Sector - 1
Noida - 201 301, U. P., India
Phone: 0120-4390300
Fax: 0120-2536268

INDEPENDENT AUDITORS' REPORT

Dear Shareholders,

We have audited the accompanying financial statement of **Balephi Jalvidhyut Company. Ltd** comprising of balance sheet as of 31 March, 2021, the income statement, & statement of cash flow for the period from April 01, 2020 to March 31, 2021. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Nepal Standards on Auditing (NSAs) or relevant practices. These Standards or relevant practices require that we plan & perform audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on test basis, evidence supporting the amounts & disclosure in the financial statement. An audit also includes assessing the accounting principles used & significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis of our opinion.

We have examined the attached Financial Statements and report that:

1. We have obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit,

2. In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of such books,
3. In our opinion, the balance sheet, Income statement & statement of cash flow comply with the books of accounts maintained by the company,
4. In our opinion & to the best of our information & according to explanation given to us & from our examination of the books of accounts of the company, we have not come across the cases where the board or any member thereof or any employee thereof or any employee of the company has acted contrary to the provision of the law or caused loss or damage to the company or misappropriated the funds of the company.

In our opinion, the financial statements give true & fair view of the financial position of the company as of March 31, 2021, and its cash flow and Changes in Equity for the period from April 01, 2020 to March 31, 2021.

CA. Narayan Bajaj

For and on behalf of
Narayan Bajaj & Associates
Chartered Accountants

Date : April 22, 2021
Place : Kathmandu, Nepal

BALANCE SHEET AS AT MARCH 31, 2021

		(Nepali ₹)	
Particulars	Schedules	As on March 31, 2021	As on March 31, 2020
EQUITY & LIABILITIES			
Shareholders' Fund			
Share Capital	1	267,066,700	267,066,700
Reserve & Surplus	2	(38,253,099)	(37,949,270)
Total Shareholders' Fund [A]		228,813,601	229,117,430
Non-Current Liabilities			
Mid-term & Long term Loans			
- Secured		-	-
- Unsecured		-	-
Deferred Tax Liabilities		-	-
Total Mid-Term & Long Term Loans [B]		-	-
Current Liabilities			
Trade & Other Payables	3	39,955,049	39,821,249
Provisions	4	-	-
Total Current Liabilities [C]		39,955,049	39,821,249
Total Equity & Liabilities [A+B+C]		268,768,649	268,938,679
ASSETS			
Non Current Assets			
Property, Plant & Equipments	5	10,844,547	10,899,864
Work-in-progress		-	-
Investment in Share		-	-
Deferred Tax Assets		-	-
Total Non Current Assets [D]		10,844,547	10,899,864
Current Assets			
Inventory		-	-
Trade & Other Receivables	6	723,193	723,138
Cash and Bank Balance	7	365,407	480,174
Prepaid expenses, Advances & Deposits	8	9,925,993	9,925,993
Total Current Assets [E]		11,014,592	11,129,305
Other Assets			
Expenses Pertaining to Capitalization	9	246,909,510	246,909,510
Total Other Assets [F]		246,909,510	246,909,510
Total Assets [D+E+F]		268,768,649	268,938,679
Significant Accounting Policies and Notes to the Accounts	11		

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date.

S.C. Sanghai
Director

Date: April 22, 2021
Place: Kathmandu, Nepal

CA Narayan Bajaj
Proprietor
Narayan Bajaj & Associates
Chartered Accountants

INCOME STATEMENT FOR THE PERIOD FROM APRIL 01, 2020 TO MARCH 31, 2021

(Nepali ₹)			
Particulars	Schedules	Current Year	Previous Year
Income			
Sales		-	-
Less: Cost of goods sold		-	-
Gross Profit		-	-
Other Income			
Miscellaneous Income		-	-
Interest Income		368	3,037
Total Income [A]		368	3,037
Expenditures			
Indirect Expenses	10	248,880	302,580
Expenses Pending for Capitalisation		-	-
Depreciation on Fixed Assets		55,317	70,107
Total Expenditures [B]		304,197	372,687
Profit Before Income Tax [A-B]		(303,829)	(369,651)
Provision for Income Tax		-	-
Net Profit/(Loss) for the Year		(303,829)	(369,651)
Significant Accounting Policies and Notes to the Accounts 11			

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date.

S.C. Sanghai
Director

Date: April 22, 2021
Place: Kathmandu, Nepal

CA Narayan Bajaj
Proprietor
Narayan Bajaj & Associates
Chartered Accountants

CASH FLOW STATEMENT FOR THE PERIOD FROM APRIL 01, 2020 TO MARCH 31, 2021

Particulars	(Nepali ₹)	
	For the period ending on March 31, 2021	For the period ending on March 31, 2020
Cash flow from operating Activities		
1. Net Profit/ Loss before tax and extraordinary items	(303,829)	(369,651)
Add:		
Depreciation & Write Offs	55,317	70,107
Interest expense	-	-
Decrease(Increase) in Pre-Operating Expenses Pending for Capitalisation	-	-
2. Operating Cash flow before Change of Working Capital		
Decrease(Increase) in Current assets (Other than Cash & Bank Balance)	(54)	(455)
Increase (Decrease) in Current liabilities	133,800	16,800
Interest paid	-	-
Tax paid/refund	-	-
Income/ (Expense) from extraordinary items	-	-
Net Cash flow from Operating Activities (A)	(114,767)	(283,199)
Cash flow from Investing Activities		
Interest /Dividend received	-	-
Sale (Purchase) of Fixed assets or Investment	-	-
Net cash flow from Investing Activities (B)	-	-
Cash flow from Financing Activities		
Issue of shares (except bonus shares)	-	-
Pending Share Application Money	-	-
Dividends paid	-	-
Conversion of Pending Share Application Money into Share Capital	-	-
Net cash flow from Financing Activities (C)	-	-
Net Increase(Decrease) in cash and cash equivalents = (A+B+C)	(114,767)	(283,199)
Cash and cash equivalents at the beginning of the year	480,174	763,373
Cash and cash equivalents at the end of the year	365,406	480,174
Significant Accounting Policies and Notes to the Accounts	11	

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date.

S.C. Sanghai
Director

Date: April 22, 2021
Place: Kathmandu, Nepal

CA Narayan Bajaj
Proprietor
Narayan Bajaj & Associates
Chartered Accountants

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD FROM APRIL 01, 2020 TO MARCH 31, 2021

Particulars	(Nepali ₹)			
	Share Capital	General Reserve	Retained Earnings	Total
Opening Balance (April 01, 2020)				
Share Capital	267,066,700	(37,949,270)	-	229,117,430
During the Period (from April 01, 2020 to March 31, 2021)				
Profit & Loss during the year	-	(303,829)	-	(303,829)
Issue of Share Capital				
Closing Balance (March 31, 2021)	267,066,700	(38,253,099)	-	228,813,601

Significant Accounting Policies and Notes to the Accounts

11

Schedule 1 to 11 form an integral part of this financial statements

As per our report of even date.

S.C. Sanghai
Director

Date: April 22, 2021
Place: Kathmandu, Nepal

CA Narayan Bajaj
Proprietor
Narayan Bajaj & Associates
Chartered Accountants

SCHEDULE TO FORMING PART OF FINANCIAL STATEMENT AS ON MARCH 31, 2021

SCHEDULE - 1 : SHARE CAPITAL

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
Authorized		
Equity Share		
15,000,000 Shares @ 100 Per Share	1,500,000,000	1,500,000,000
Issued		
Equity Share		
15,000,000 Shares @ 100 Per Share	1,500,000,000	1,500,000,000
Called and Subscribed		
Equity Share		
2,670,667/- Shares @ 100/Share	267,066,700	267,066,700
Paid Up		
Equity Share		
2,670,667/- Shares @ 100/Share	267,066,700	267,066,700
Total	267,066,700	267,066,700

SCHEDULE - 2 : RESERVE & SURPLUS

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
Retained earning up to previous year	(37,949,270)	(37,579,619)
Profit/loss generated during this period	(303,829)	(369,651)
Total	(38,253,099)	(37,949,270)

SCHEDULE - 3 : TRADE & OTHER PAYABLES

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
TDS Payable	-	254
P.L. Sanghai	956,999	956,999
S.C.Sanghai	2,317,000	2,317,000
G.L. Sanghai	8,485,000	8,485,000
Arpit Agrawal	400,000	400,000
Birendra Kumar Sanghai	1,600,000	1,600,000
Kiran Devi Sanghai	700,000	700,000
Manju Devi Sanghai	1,850,000	1,850,000
Nikunj Agrawal	400,000	400,000
Ram Chandra Sanghai	1,600,000	1,600,000
Sushila Devi Shanghai	1,750,000	1,750,000
Triveni Hydro Power Pvt Ltd	17,045,300	17,045,300
Nitesh Agrawal	2,700,000	2,700,000
Audit Fee Payable	150,750	16,696
Total	39,955,049	39,821,249

SCHEDULE - 4 : PROVISIONS

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
Provision for income Tax	-	-
Other Provisions	-	-
Total	-	-

BALEPHI JALVIDHYUT COMPANY LTD

SCHEDULE - 5 : STATEMENT OF FIXED ASSETS

(Nepali ₹)

Particulars	Dep. Rate	Cost Price (Gross Block)				Depreciation				Balance (Net Block)	
		Balance as on April 01, 2020	Addition During the Period	Sales/ Transferred During the period	Balance as on March 31, 2021	Accumulated upto March 31, 2020	For The Period	Sales/Adjus. During the Period	Accumulated upto March 31, 2021	Balance as on March 31, 2021	Balance as on March 31, 2020
Pool "A"											
Land Purchased	-	10,616,577	-	-	10,616,577	-	-	-	-	10,616,577	10,616,577
Total		10,616,577	-	-	10,616,577	-	-	-	-	10,616,577	10,616,577
B. Building											
Leasehold Developments	5%	-	-	-	-	-	-	-	-	-	-
Total		-	-	-	-	-	-	-	-	-	-
Pool "B"											
Computer	25%	486,084	-	-	486,084	468,574	4,378	-	472,951	13,133	17,510
Site Furnitures & Equipments	25%	732,079	-	-	732,079	702,365	7,429	-	709,793	22,286	29,715
Office Equipments	25%	366,549	-	-	366,549	340,423	6,531	-	346,955	19,594	26,126
Furniture & Fixtures	25%	756,866	-	-	756,866	701,979	13,722	-	715,701	41,165	54,887
Total		2,341,578	-	-	2,341,578	2,213,341	32,059	-	2,245,400	96,178	128,237
Pool "C"											
Vehicle	20%	-	-	-	-	-	-	-	-	-	-
Total		-	-	-	-	-	-	-	-	-	-
Pool "D"											
Office Generator - 25KVA	15%	590,484	-	-	590,484	445,672	21,722	-	467,394	123,090	144,811
Current Measurement Machine	15%	113,904	-	-	113,904	103,666	1,536	-	105,201	8,703	10,238
Total		704,388	-	-	704,388	549,338	23,257	-	572,595	131,792	155,050
This period end Balance		13,662,543	-	-	13,662,543	2,762,679	55,317	-	2,817,996	10,844,547	10,899,864

SCHEDULE - 6 : TRADE & OTHER RECEIVABLES

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
Advance Income Tax	723,193	723,138
Total	723,193	723,138

SCHEDULE - 7 : CASH & OTHER BALANCE

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
Cash Balance [Petty Cash]	-	-
Everest Bank A/C No. 00100105200971	193,672	193,672
Global IME Bank Ltd. A/C No. 7501010000115	15,465	15,409
NIB Acc. No. 01201020013157	70,983	247,783
NIC Asia Bank Ltd. A/c No.	13,327	13,070
Sunrise Bank	71,960	10,240
Total	365,407	480,174

SCHEDULE - 8 : PREPAID EXPENSES, ADVANCES, LOANS AND DEPOSITS

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
Advance to purchase land		
Anand Kumari Sarki	896,485	896,485
Chandra Silwal	20,000	20,000
Hup Bahadur Bisuke	896,485	896,485
Khadga Bahadur Bisuke	896,485	896,485
Mega Star Reality Pvt. Ltd.	7,216,538	7,216,538
Total	9,925,993	9,925,993

SCHEDULE - 9 : EXPENSES PERTAINING TO CAPITALIZATION

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
Upto Previous Period	246,909,510	246,909,510
During current period(Schedule 9A)	-	-
Less: Transfer to Profit & Loss	-	-
Total	246,909,510	246,909,510

SCHEDULE - 9A : EXPENSES DURING THE YEAR

(Nepali ₹)

Particulars	Current Year	Previous Year
License & Registration Expenses:		
EIA Expenses	-	-
Survey/Project Report Expenses:	-	-
Administrative Expenses:		
Misc expenses	-	-
Site visit Expenses	-	-
Rent	-	-
Total for this Period	-	-

SCHEDULE - 10 : ADMINSTRATIVE EXPENSES

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
Audit Fees	135,600	135,600
Bank Charges	113,280	30
Misc Expenses	-	16,950
Office Staff Salary	-	140,000
Site Visit Expenses	-	10,000
Total	248,880	302,580

DETAILS OF ADVANCE TAX

(Nepali ₹)

Particulars	As on March 31, 2021	As on March 31, 2020
NIC Asia Bank Ltd.	485,922	485,880
NMB BANK LTD.	176,208	176,208
NIB Bank Ltd. 012-01020015066 (4528100)	15,249	15,249
Global IME Bank Ltd.	45,814	45,801
TOTAL	723,193	723,138

DETAIL OF SHARE CAPITAL

(Nepali ₹)

Particulars	Amount
Triveni Hydropower Pvt. Ltd.	1,754,700
Bhilwara Energy Ltd.	256,000,000
Purushottam Lal Sanghai	25,000
Sushila Devi Sanghai	25,000
Subhash Chandra Sanghai	37,000
Kiran Sanghai	50,000
Birendra Kumar Sanghai	50,000
Manju Devi Sanghai	25,000
Govind Lal Sanghai	50,000
Ram Chadra Sanghai	50,000
Triveni Energy Pvt. Ltd.	9,000,000
TOTAL	267,066,700

SCHEDULES TO & FORMING PART OF FINANCIAL STATEMENTS AS ON 31.03.2021

SCHEDULE: 11 SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS

A. SIGNIFICANT ACCOUNTING POLICIES:

1. Corporate Information

Balephi Jalbidhyut Co. Ltd was registered under the Companies Act, 2053 with registration no 857/060-61 dt 17.07.2060 as a public company with register office at Triveni Complex, Putalisadak. The company was licensed by Department of Electricity Development for Balephi Hydro project at Sindupalchok District with capacity of 50 MW however as per letter dt 2073/03/13 of Department of Electricity Development capacity has been reduced to 23.52 MW. The Company has obtained the Generation License from Department of Electricity Development on 2073/12/16 (29/03/2017).

2. Accounting Conventions

The Financial Statements are prepared under historical cost conventions following accrual basis of accounting. The company's financial statements are presented in Nepalese Rupees as the functional currency. Financial statements of company is prepared in accordance with Nepal Accounting Standards (NAS) except otherwise stated.

3. Accounting period

The financial statements cover period from April 1, 2020 to March 31, 2021.

4. Use of estimates

The preparation of financial statements in conformity with NAS/Generally Accepted Accounting Practices requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Differences between actual and estimates are recognized in the period in which the results are known/materialized.

5. Basis of Accounting

Except otherwise stated income & expenditure are recognized following accrual basis of accounting.

6. Fixed Assets

Fixed Assets are stated at cost less depreciation and the cost include all the expenses incurred up to putting the assets into use.

7. Depreciation

Depreciation has been charged on fixed assets as per diminishing balance method and the rates & procedure as prescribed in Income Tax Act, 2058.

8. Going Concern

The Financial Statements are prepared on the assumption that the Company is a going concern.

9. Current (Income) Tax

Provision for current (income) tax is recognized as per applicable provisions of Income Tax Act 2058 & Rules, 2059 along with amendments that are applicable in particular income year.

10. Deferred Tax

Deferred taxes are recognized on temporary differences that arise among financial accounts and tax accounts. A deferred tax asset is recognized on future deductible difference whereas deferred tax liability is recognized on future taxable difference arising as on balance sheet date. In current financial year deferred tax has not been recognized as the company is in construction phase.

11. Exchange rate

Transactions in foreign currency are recognized at the exchange rates prevailing on the date of transactions. All monetary items in balance sheet which are required to be settled in foreign currency are translated applying exchange rates prevailing on the balance sheet date.

B. NOTES TO ACCOUNTS

1. Pre-operating Expense

Pre-operating expenses have been booked in expenses pertaining to capitalization since the company is in construction phase and it will be capitalized accordingly at the same time as the power production will commence.

2. Related Party Transaction

Name	Relation	Transaction
Purushottam Lal Sanghai	Shareholder	Payable of ₹ 956,999/-
Subhash Chandra Sanghai	Shareholder	Payable of ₹ 2,317,000/-.
Govind Lal Sanghai	Shareholder	Payable of ₹ 84,85,000/-.
Mega Star Reality Pvt Ltd	Two common directors	Receivable of ₹ 72,16,538 for payment of advance to purchase land.
Triveni Hydro Power Pvt Ltd	Shareholder	Payable of ₹ 1,70,45,300/-

Annual Report 2020-21

3. Mr. Trilock Chandra Agrawal, Mr. Subhash Chandra Sanghai & Mr. Ashok Kumar Agrawal have given personal Bank Guarantee of NRs. 14,160,000/- through Sunrise Bank to Nepal Electricity Authority on behalf of company for the PPA purpose.

4. **Regrouping of figures**

Previous year figures have been re-grouped/re-arranged wherever necessary.

As per our report of even date.

S.C. Sanghai

Director

Date: April 22, 2021

Place: Kathmandu, Nepal

CA Narayan Bajaj

Proprietor

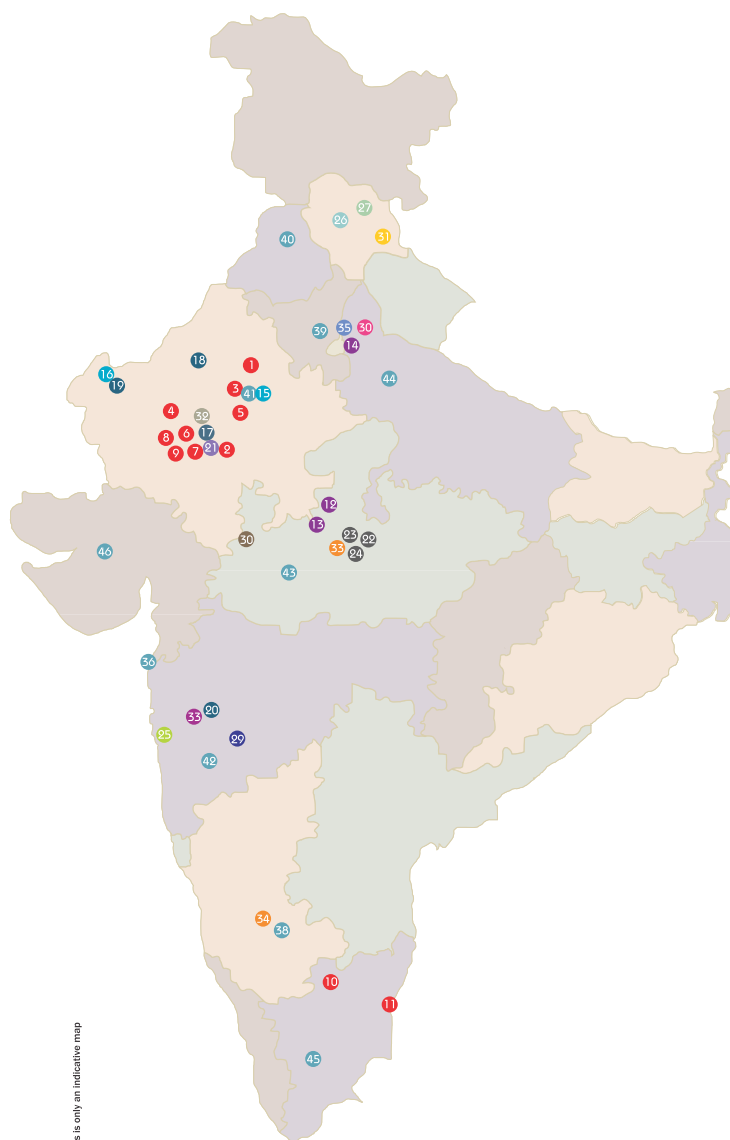
Narayan Bajaj & Associates

Chartered Accountants



PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

Nationwide Network



This is only an indicative map

TEXTILES

RSWM Limited

1. Kharigram
2. Mayur Nagar, Banswara
3. Mandpam
4. Kanya Kheri
5. Rishabhdev
6. Ringas
7. LNJ Nagar, Mordi
8. LNJ Nagar, Mordi

Fibre Dyeing, Spinning Dyed & Grey Yarn
Spinning PV Blended, Cotton & Open End Grey Yarn
Melange Yarn, Fibre Dyed & Yarn Dyed
Melange Yarn, Fibre Dyed & Yarn Dyed
Spinning PV Blended Grey Yarn
Fibre Dyeing & Spinning Dyed Yarn, Green Polyester Fibre
Spinning, Weaving, Processing & Finishing
Cotton Ring & Open End Spinning, Weaving & Rope, Dyeing,
Processing & Finishing Denim Fabric and Readymades
Thermal Power Generation
Cotton Spinning and Gassed Yarn
Cotton Yarn Twisting

Maral Overseas Ltd.

12. Maral Sarovar
13. Maral Sarovar
14. Noida

Cotton Spinning, Yarn Dyeing, Knitting, Dyeing & Finishing
Captive Thermal Power
Knitted Garments

BSL Ltd.

15. Bhilwara
16. Jaisalmer

PV & Worsted Spinning, Weaving & Silk Fabric
Wind Power Generation

BMD Pvt. Ltd.

17. LNJ Nagar, Mordi
18. Bikaner
19. Jaisalmer
20. Satara

Automotive Furnishing Fabric, Flame Retardant
Fabric, Furnishing Fabric
Solar Power Generation
Wind Power Generation
Wind Power Generation

Bhilwara Technical Textiles Ltd.

21. LNJ Nagar, Mordi

Technical Textiles

GRAPHITE

HEG Ltd.

22. Mandideep
23. Mandideep
24. Tawa

Graphite Electrodes
Captive Thermal Power
Captive Hydro Electric Power

POWER

Bhilwara Energy Ltd.

25. Kolhapur

Wind Power Generation

Malana Power Company Ltd.

26. Malana (Kullu)

Hydro Electric Power Generation

AD Hydro Power Ltd.

27. Manali

Hydro Electric Power Generation

NJC Hydro Power Ltd.

28. Tawang

Hydro Electric Power Generation

BMD Power Private Limited

29. Vhaspeth (Maharashtra)

Wind Power Generation

Indo Canadian Consultancy Services Ltd.

30. Noida

Power Engineering Consultancy Services

Chango Yangthang Hydro Power Ltd.

31. Kinnaur

Hydro Electric Power Generation

BG Wind Power Ltd.

32. Jaisalmer

Wind Power Generation

INFORMATION TECHNOLOGY

Bhilwara Infotechnology Ltd.

33. Bhopal
34. Bengaluru

IT Services/Medical Transcription Services
IT Services/Medical Transcription Services

OFFICES

Corporate Office

35. Noida (NCR-Delhi)

Regional / Marketing :

36. Mumbai
37. Kolkata
38. Bengaluru
39. New Delhi
40. Ludhiana
41. Bhilwara

42. Ichalkaranji
43. Indore
44. Kanpur

45. Tirupur
46. Ahmedabad



BHILWARA ENERGY LIMITED

CIN : U31101DL2006PCL148862

Corporate Office:

Bhilwara Towers, A-12, Sector-1

NOIDA - 201301 (NCR Delhi), India

Website : www.bhilwaraenergy.com / www.lnjbhilwara.com